

**BREIT
BINIAZAN**

TRIAL LAWYERS

January 18, 2022

Ms. Tina Sinnen, Clerk
Virginia Beach Circuit Court
Civil Division
2425 Nimmo Parkway
Virginia Beach, Virginia 23456
Page 1 of 2

Re: B.T. v. Silver Diner Development, Inc., Silver Diner Development, LLC., Silver
Diner Limited Partnership, and James H. Haliburton

CL22-207

Dear Ms. Sinnen:

Enclosed please find an original Complaint along with five (5) copies, a Civil Action Cover Sheet, and our firm check to cover the appropriate filing fee for filing on behalf of the Plaintiff.

Please prepare the documents for service on the following four (4) Defendants, which will be served through a Private Process Server and the Secretary of the Commonwealth:

SILVER DINER DEVELOPMENT, INC.,

Serve: Registered Agent: C T CORPORATION SYSTEM
4701 Cox Road, Suite 285
Glen Allen, Virginia, 23060

SILVER DINER DEVELOPMENT, LLC,

Serve: Registered Agent: C T CORPORATION SYSTEM
4701 Cox Road, Suite 285
Glen Allen, Virginia, 23060

SILVER DINER LIMITED PARTNERSHIP,

Serve: Registered Agent: C T CORPORATION SYSTEM
4701 Cox Road, Suite 285
Glen Allen, Virginia 23060

and

EXHIBIT

1

**BREIT
BINIAZAN**

TRIAL LAWYERS

Ms. Tina Sinnen, Clerk
January 18, 2022
Page 2 of 2

JAMES H. HALIBURTON

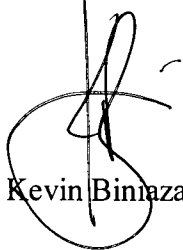
Serve: James H. Haliburton
339 Braemar Street
Middletown, DE 19709-8732

Once the service copies are prepared, please contact my assistant Kylee Vanboening at (757) 670-3889 for pick up. If you have any questions please do not hesitate to contact me. We will be using a private process server.

I ask that a filed copy of the complaint be mailed back to my office, for our records. Enclosed you will find a self-addressed, pre stamped envelope for the Courts convenience.

Thanking you for your attention in this matter.

Very truly yours,



Kevin Biniazan

ISSUED FOR SERVICE 1.20.22.

KB/kv
Enclosures

VIRGINIA:

IN THE CIRCUIT COURT FOR THE CITY OF VIRGINIA BEACH

B.T.

Plaintiff,

v.

Civil Action No. 22-207
TRIAL BY JURY DEMANDED

SILVER DINER DEVELOPMENT, INC.,

Serve: Registered Agent: C T CORPORATION SYSTEM
4701 Cox Road, Suite 285
Glen Allen, Virginia, 23060

SILVER DINER DEVELOPMENT, LLC,

Serve: Registered Agent: C T CORPORATION SYSTEM
4701 Cox Road, Suite 285
Glen Allen, Virginia, 23060

SILVER DINER LIMITED PARTNERSHIP,

Serve: Registered Agent: C T CORPORATION SYSTEM
4701 Cox Road, Suite 285
Glen Allen, Virginia 23060

and

JAMES H. HALIBURTON

Serve: James H. Haliburton
339 Braemar Street
Middletown, DE 19709-8732

Defendants.

COMPLAINT

COMES NOW the Plaintiff, B.T., by counsel, and for her Complaint against Defendants Silver Diner Development, Inc., Silver Diner Development, LLC, Silver Diner Limited Partnership, and James H. Haliburton Jr. (collectively "the Defendants"), states as follows:

FILED
VIRGINIA BEACH CIRCUIT COURT
2022 JAN 18 PM 2:02
TINA E. SINNEN, CLERK
BY *Nella [Signature]* D.C.

PARTIES

1. Plaintiff B.T. is currently 34 years old and a citizen of the Commonwealth of Virginia, currently residing in Houghton, Louisiana.

2. Defendant Silver Diner Development, Inc. ("Silver Diner Inc.") was at all times relevant herein a Virginia corporation with its principal place of business located at 12276 Rockville Pike, Rockville, Maryland, 20852.

3. Defendant Silver Diner Development, LLC ("Silver Diner LLC") is a Virginia corporation with its principal place of business located at 12276 Rockville Pike, Rockville, Maryland, 20852.

4. Defendant Silver Diner Limited Partnership ("Silver Diner Ltd.") is a Virginia corporation with its principal place of business located at 8708 Brook Road, McLean, Virginia, 22102.

5. Upon information and belief, Defendant James H. Haliburton ("Haliburton") is a resident of the State of Delaware, but at all times material and relevant herein was a citizen of the Commonwealth of Virginia in the City of Virginia Beach.

JURISDICTION AND VENUE

6. This Court has personal jurisdiction over Defendants pursuant to Va. Code § 8.01-328.1 (A)(1) and (3).

7. Venue is proper in this Court pursuant to Va. Code § 8.01-262 (4).

FACTUAL ALLEGATIONS

8. Plaintiff hereby incorporates by reference, as if fully set forth herein, each and every allegation asserted in the preceding and following paragraphs, including each and every factual

and legal allegation hereinbefore and hereinafter alleged, and hereby re-adopts and re-alleges each such allegation.

9. Defendant Silver Diner Inc. was incorporated in the Commonwealth of Virginia in or about December 22, 1987 with the purpose and intent of operating and managing restaurants commonly referred to as “the Silver Diner” throughout the Commonwealth of Virginia and the mid-Atlantic region.

10. Upon information and belief, Silver Diner Ltd. is a limited partnership that at all times material and relevant herein was jointly involved in the operation and management of Silver Diner restaurants throughout the Commonwealth of Virginia.

11. In or about July 24, 2014 Silver Diner Inc. filed articles of entity conversion with the Virginia State Corporation Commission thereby converting Silver Diner Inc. to Silver Diner LLC.

12. Defendant Silver Diner Inc. and Silver Diner LLC are liable for actions and omissions as alleged herein because, upon information and belief, Silver Diner LLC, as part of the aforementioned conversion, expressly or impliedly agreed to assume all such existing and future liabilities of Silver Diner Inc.; the conversion was a consolidation or de facto merger of the corporations; and Silver Diner LLC was a mere continuation of Silver Diner Inc.¹

13. Sometime before the summer of 2003, Silver Diner Inc. and Silver Diner Ltd. opened and began operating a Silver Diner restaurant located at 4401 Virginia Beach Boulevard Virginia Beach, Virginia 23462 (hereinafter referred to as “Subject Silver Diner”).

14. Beginning before the summer of 2003, and at all times material and relevant herein, the Subject Silver Diner was operated, maintained, and managed by Silver Diner Inc. and Silver

¹ Silver Diner Inc., Silver Diner Ltd., and Silver Diner LLC are collectively referred to herein as Silver Diner Defendants.

Diner Ltd. in a manner and method that created a sexually hostile and dangerous work environment for impressionable and vulnerable teenage female employees.

15. Upon information and belief, from June 2000 through May 2001 a male employee (“Male Employee A”) at the Subject Silver Diner sexually assaulted and exclaimed vulgar, sexual comments at a female co-worker (“Female Employee A”) including rubbing his genital area against the female employee and asking if she would like to feel “this” inside her.

16. Upon information and belief, before the summer of 2000 a different male employee (“Male Employee B”) also demonstrated a propensity to sexually assault and sexually harass his female co-workers at the Subject Silver Diner on several occasions involving Female Employee B and Female Employee C.

17. Upon information and belief, Female Employee C complained of and reported Male Employee B’s sexually harassing conduct to the President of Silver Diner Inc. and Silver Diner Ltd. Bob Giamo.

18. The sexually hostile and dangerous environment at the Subject Silver Diner was pervasive among managers, cooks, and other male employees. Their behavior included inviting underage, teenage female co-workers to gatherings where alcohol was served and where they were repeatedly subjected to the sexual advances of their adult, male co-workers.

19. The behavior of male employees, including managers and supervisors, towards underage, teenage female co-workers persisted during work hours and at the Subject Silver Diner where they would entice their underage female co-workers to take smoke breaks, drink alcohol, or otherwise engage in unlawful behavior with the aim of grooming and familiarizing themselves with the underage, teenage female co-workers for their sexual advances.

20. The behavior of the male employees towards their underage female co-workers was so open and apparent that it cannot be said that management and those with supervisory authority over the male employees and the vulnerable female employees were unaware. The decision makers and individuals with authority at the Subject Silver Diner had actual and constructive notice of the sexually hostile and sexually dangerous environment that they actively participated in and further permitted.

21. The sexual harassment that became the norm at the Subject Silver Diner included sexually motivated touching of vulnerable underage female co-workers.

22. Defendant Haliburton was among the adult male employees of the Subject Silver Diner who sexually harassed underage female co-workers and contributed to the sexually hostile work environment therein.

23. During this time, while Silver Diner Inc. and Silver Diner Ltd. created and maintained a sexually hostile work environment that presented imminent danger to the well-being of underage, female employees of the Subject Silver Diner, Plaintiff was attending high school at Princess Anne High School.

24. As an elective class to gain real world experience, Princess Anne High School offered an extra credit course that permitted juniors and seniors in high school to gain employment in the area during school hours.

25. Despite creating a sexually hostile work environment, and knowingly maintaining the same, Silver Diner Inc. and Silver Diner Ltd. chose to participate in Princess Anne High School's offering to its students.

26. Beginning in the late-summer and fall of 2003, Plaintiff was employed by Silver Diner Inc. and Silver Diner Ltd. at the Subject Silver Diner as a participant of the extra credit program offered by Princess Anne High School.

27. By employing Plaintiff, Silver Diner Inc. and Silver Diner Ltd. invited Plaintiff and subjected her to the association with Haliburton and other known sexually hostile, aggressive adult male employees that Silver Diner Inc. and Silver Diner Ltd. knew or should have known had the dangerous propensity to sexually harass and sexually assault underage female co-workers, including the Plaintiff.

28. While working at the Subject Silver Diner, the Plaintiff was approached by a co-worker named Max during one of her shifts who invited her to hang out with him, Defendant Haliburton, and other adult co-workers after work. The Plaintiff, a young, impressionable, and vulnerable teenager, agreed.

29. The following day, or thereabouts, Defendant Haliburton picked Plaintiff up from her home and drove her back to his apartment where no one else was present. He escorted her inside where they sat in front of the television. Before long, Defendant Haliburton, who was ten years older than Plaintiff, made sexually suggestive comments towards Plaintiff, sexually assaulted, sexually abused, and raped the Plaintiff by force and for his personal gratification. Defendant Haliburton then escorted Plaintiff back to his car and dropped her off on the corner of her street.

30. Plaintiff and Defendant Haliburton worked the same shift the following date at the Subject Silver Diner.

31. Days later, while Plaintiff was in the pantry at the Subject Silver Diner, Haliburton accosted her, kissed her, and groped and touched her intimate body parts thereby sexually abusing her on the premises of the Subject Silver Diner.

32. Defendant Haliburton's sexual abuse of Plaintiff by groping and touching her intimate body parts on the premises of the Subject Silver Diner while they were both on the clock and working at the Subject Silver Diner continued nearly every day Plaintiff worked the same shift as Defendant Haliburton from that day forward for approximately one to one and a half years.

33. After Defendant Haliburton raped Plaintiff and while he was actively, persistently, and systematically sexually abusing Plaintiff at the Subject Silver Diner, the Plaintiff was approached by Defendant Haliburton who informed her that his friend Mr. Washington, who was also a manager of the Subject Silver Diner, was aware, and had been aware, of his sexual abuse of Plaintiff.

34. In fact, Mr. Washington knew Defendant Haliburton was using the Subject Silver Diner and his exposure to Plaintiff therein as his opportunity to solicit and groom Plaintiff for sexual acts at the Subject Silver Diner and elsewhere.

35. Defendant Haliburton continued to sexually harass and sexually assault Plaintiff at the Subject Silver Diner while also using it as his unfettered opportunity to solicit Plaintiff, a vulnerable teenager, to continue to perform sexual acts on him away from the Subject Silver Diner.

36. Silver Diner Inc. and Silver Diner Ltd knew or should have known, by and through the knowledge and information provided to and readily apparent to supervisors, managers, employees, and their other agents and employees at the Subject Silver, including Mr. Washington, that Defendant Haliburton, an adult male employee, was sexually assaulting and sexually abusing Plaintiff, a minor.

37. Upon information and belief, after another work party for the Subject Silver Diner, Defendant Haliburton engaged in sexual intercourse with an adult female manager of the Subject Silver Diner named Blanche. Demonstrative of the pervasive knowledge of Defendant Haliburton's inappropriate, illegal and unwanted sexual contact with Plaintiff at the Subject Silver Diner, manager Blanche approached Plaintiff to "apologize" for engaging in a sexual encounter with Haliburton.

38. Later, while Defendant Haliburton and Plaintiff were working at the Subject Silver Diner and on the clock, Haliburton approached Plaintiff to go to the parking lot on the premises of the Subject Silver Diner for a smoke break, took her to his car, and sexually assaulted, sexually abused, and raped Plaintiff.

39. Defendant Haliburton's persistent sexual abuse of Plaintiff at the Subject Silver Diner continued throughout her employment at the Subject Silver Diner.

40. Throughout the time that Defendant Haliburton was sexually abusing Plaintiff, Defendants Silver Diner Inc. and Silver Diner Ltd. had actual and constructive knowledge of the sexual contact between a minor (Plaintiff) and adult (Haliburton) constituting sexual assault, sexual abuse, and rape but chose not to intervene or otherwise take any action to protect or care for Plaintiff.

41. Throughout the time that Defendant Haliburton was sexually abusing Plaintiff, agents, employees, and servants of Silver Diner Inc. and Silver Diner Ltd. with the power and authority to fire Haliburton, change the schedules of Haliburton and Plaintiff, or otherwise take corrective action to limit or eliminate the interaction between the Plaintiff and Haliburton had actual or constructive knowledge of the sexual contact between a minor (Plaintiff) and adult (Haliburton)

constituting sexual assault, sexual abuse, and rape but chose not to intervene or otherwise take any action to protect or care for Plaintiff.

42. On or about January 21, 2020 Plaintiff sought treatment and evaluation by a mental health professional who, thereafter, communicated to Plaintiff for the first time that she suffered from injuries causally connected to the sexual assaults, sexual abuse, and rapes committed by Haliburton described *supra*.

COUNT I
ASSAULT AND BATTERY
(Plaintiff v. All Defendants)

43. Plaintiff hereby incorporates by reference, as if fully set forth herein, each and every allegation asserted in the preceding and following paragraphs, including each and every factual and legal allegation hereinbefore and hereinafter alleged, and hereby re-adopts and re-alleges each such allegation.

44. The acts committed by Defendant Haliburton against Plaintiff described herein constitute assault and battery, actionable under Virginia law.

45. Defendant Haliburton committed nonconsensual sexual acts against Plaintiff that resulted in harmful or offensive contact with Plaintiff's body.

46. Specifically, Haliburton committed acts which caused injury to Plaintiff by subjecting her to imminent battery and/or intentional invasions of her right to be free from offensive and harmful contact, and said conduct demonstrated that Haliburton had a present ability to subject Plaintiff to an immediate, intentional, offensive and harmful touching.

47. Haliburton assaulted and battered Plaintiff by nonconsensual and unwanted touching on numerous separate and distinct occurrences as describe *supra*.

48. Plaintiff did not consent to the contact by Haliburton, which caused injury, damage, loss, and/or harm.

49. As a direct and/or proximate result of the Haliburton's actions, Plaintiff has suffered and continues to suffer pain and suffering, pain of mind and body, shock, emotional distress, physical manifestations of emotional distress, embarrassment, loss of self-esteem, disgrace, fright, grief, humiliation, loss of enjoyment of life, post-traumatic stress disorder resulting in physically manifested injuries including anxiety, depressions, sleep disorders, physical and mental sickness, nightmares, psychological injuries, and bodily injuries. Plaintiff was prevented and will continue to be prevented from performing her daily activities and obtaining the full enjoyment of life, and has sustained and continues to sustain loss of earnings and earning capacity.

50. Because the actions of Defendant Haliburton as alleged herein were within the scope and in furtherance of his employment, agency, and service for the Silver Diner Defendants, the Silver Diner Defendants are vicariously liable for the actions of Defendant Haliburton and the damages resulting therefrom.

COUNT II
NEGLIGENT, GROSS NEGLIGENCE, AND RECKLESS DISREGARD -
BREACH OF COMMON LAW DUTY OF SUPERVISION AND CARE
(Plaintiff v. Silver Diner Defendants)

51. Plaintiff hereby incorporates by reference, as if fully set forth herein, each and every allegation asserted in the preceding and following paragraphs, including each and every factual and legal allegation hereinbefore and hereinafter alleged, and hereby re-adopts and re-alleges each such allegation.

52. Plaintiff's guardian relinquished the supervision and care of Plaintiff to the Silver Diner Defendants thereby giving rise to a duty to act with reasonable care in Plaintiff's supervision and care.

53. Silver Diner Defendants' duty to act with reasonable care in their supervision and care of Plaintiff required, among other actions, the maintenance of a safe work environment for Plaintiff and the employment and scheduling of an adequate number of staff members to carry out that duty.

54. Silver Diner Defendants breached their duty to care for and supervise Plaintiff by creating a hostile work environment that accepted and encouraged sexual harassment and sexually explicit acts upon minor co-employees; employing and scheduling an inadequate number of staff members, resulting in the lack of appropriate supervision and assignment of staff despite their knowledge that such supervision and care of Plaintiff, a vulnerable minor working in a sexually hostile work environment, was necessary.

55. As a result of the foregoing acts of negligence, gross negligence, recklessness, and wantonness Plaintiff has suffered and continues to suffer pain and suffering, pain of mind and body, shock, emotional distress, physical manifestations of emotional distress, embarrassment, loss of self-esteem, disgrace, fright, grief, humiliation, loss of enjoyment of life, post-traumatic stress disorder resulting in physically manifested injuries including anxiety, depressions, sleep disorders, physical and mental sickness, nightmares, psychological injuries, and bodily injuries. Plaintiff was prevented and will continue to be prevented from performing her daily activities and obtaining the full enjoyment of life, and has sustained and continues to sustain loss of earnings and earning capacity.

COUNT III
NEGLIGENT, GROSSLY NEGLIGENT, AND RECKLESS BREACH OF DUTY
ARISING FROM SPECIAL RELATIONSHIP WITH PLAINTIFF
(Plaintiff v. Silver Diner Defendants)

56. Plaintiff hereby incorporates by reference, as if fully set forth herein, each and every allegation asserted in the preceding and following paragraphs, including each and every factual and legal allegation hereinbefore and hereinafter alleged, and hereby re-adopts and re-alleges each such allegation.

57. At all times material and relevant herein, the Plaintiff was employed by the Silver Diner Defendants at the Subject Silver Diner.

58. As her employer, the Silver Diner Defendants owed Plaintiff a duty to protect and warn her against Defendant Haliburton's intentional conduct.

59. At all times material and relevant herein, the Silver Diner Defendants knew or should have known, and had reason to foresee, that Haliburton would, had, and was actively sexually assaulting and sexually abusing Plaintiff at the Subject Silver Diner and elsewhere.

60. At all times material and relevant herein, the Silver Diner Defendants should have foreseen the need to take affirmative action to protect the Plaintiff from harm posed by Haliburton.

61. The burden of protecting Plaintiff and the consequences of placing that burden on the Silver Diner Defendants were minor, as the Silver Diner Defendants' agents were already duty-bound to provide Plaintiff with supervision and care.

62. The Silver Diner Defendants knew or should have known that Haliburton posed a danger to the minor female employees working at the Subject Silver Diner, including the Plaintiff, that she would be sexually abused, and the harm suffered by Plaintiff was reasonably foreseeable.

63. The Silver Diner Defendants acted with negligence, gross negligence, recklessness, and demonstrated willful and wanton conduct thereby breaching its duties to Plaintiff by not acting

reasonably in allowing Haliburton, a known sexual harasser and sexual abuser of Plaintiff, to continue to work with Plaintiff, thereby providing him with the opportunity to further and continuously sexually abuse Plaintiff as he did.

64. As a result of the foregoing acts of negligence, gross negligence, recklessness, and wantonness Plaintiff has suffered and continues to suffer pain and suffering, pain of mind and body, shock, emotional distress, physical manifestations of emotional distress, embarrassment, loss of self-esteem, disgrace, fright, grief, humiliation, loss of enjoyment of life, post-traumatic stress disorder resulting in physically manifested injuries including anxiety, depressions, sleep disorders, physical and mental sickness, nightmares, psychological injuries, and bodily injuries. Plaintiff was prevented and will continue to be prevented from performing her daily activities and obtaining the full enjoyment of life, and has sustained and continues to sustain loss of earnings and earning capacity.

COUNT IV
NEGLIGENT, GROSSLY NEGLIGENT, AND RECKLESS
RETENTION
(Plaintiff v. Silver Diner Defendants)

65. Plaintiff hereby incorporates by reference, as if fully set forth herein, each and every allegation asserted in the preceding and following paragraphs, including each and every factual and legal allegation hereinbefore and hereinafter alleged, and hereby re-adopt and re-allege each such allegation.

66. In acting as aforesaid, the Silver Diner Defendants wrongfully, negligently, carelessly, grossly negligently, and recklessly retained Haliburton, a dangerous employee who they knew or should have known was dangerous and likely to harm others, including the Plaintiff herein.

67. The Plaintiff suffered harm and sexual abuse resulting from the Silver Diner Defendants' negligent, grossly negligent, and reckless retention of Haliburton as an agent and employee of the Silver Diner Defendants who they knew or should have known was likely to use his employment and position at the Subject Silver Diner to harm the Plaintiff.

68. The risk of harm to Plaintiff was so grave that discharging Haliburton was the only reasonable response.

69. As a result of the foregoing acts of negligence, gross negligence, recklessness, and wantonness Plaintiff has suffered and continues to suffer pain and suffering, pain of mind and body, shock, emotional distress, physical manifestations of emotional distress, embarrassment, loss of self-esteem, disgrace, fright, grief, humiliation, loss of enjoyment of life, post-traumatic stress disorder resulting in physically manifested injuries including anxiety, depressions, sleep disorders, physical and mental sickness, nightmares, psychological injuries, and bodily injuries. Plaintiff was prevented and will continue to be prevented from performing her daily activities and obtaining the full enjoyment of life, and has sustained and continues to sustain loss of earnings and earning capacity.

DAMAGES

70. Plaintiff hereby incorporates by reference, as if fully set forth herein, each and every allegation asserted in the preceding and following paragraphs, including each and every factual and legal allegation hereinbefore and hereinafter alleged, and hereby re-adopts and re-alleges each such allegation.

71. As a direct and proximate result of the aforementioned intentional acts, negligence, gross negligence, recklessness, and willful and wanton conduct on the part of the Defendants, Plaintiff incurred the following damages:

- a. Bodily injuries, permanent in nature, which have affected her life;
- b. Past, present and future physical pain;
- c. Past, present and future mental anguish;
- d. Disfigurement and/or deformity coupled with associated humiliation and embarrassment;
- e. Past, present and future inconvenience;
- f. Past, present and future lost earnings, and a lessening of earning capacity;
- g. Personal, social and financial limitations resulting from the injuries sustained by Plaintiff; and
- h. Other damages allowable at law, including medical expenses incurred in the past, present and future.

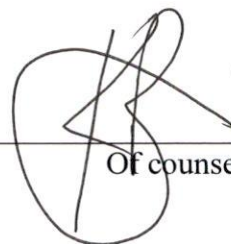
WHEREFORE, Plaintiff in this action respectfully move this Court for to be awarded a judgment and award of execution against all Defendants individually, jointly and/or severally herein in the amount of EIGHT MILLION DOLLARS (\$8,000,000.00) as compensatory damages for the unlawful acts aforesaid, plus pre- and post-judgment interest; THREE HUNDRED FIFTY THOUSAND DOLLARS (\$350,000.00) or the highest amount permitted by Virginia law in punitive damages, plus pre- and post-judgment interest; costs; and any other relief this Court deems just and proper.

JURY DEMAND

Plaintiff hereby demands a trial with a jury on all issues in the cause, including liability and damages.

B.T.

By



Of counsel

Kevin Biniazan, Esq. (VSB No. 92109)

BREIT BINIAZAN, P.C.

Towne Pavilion Center II

600 22nd Street, Ste. 402

Virginia Beach, VA 23451

(757) 622-6000 (Telephone)

(757) 229-8028 (Facsimile)

kevin@bbtrial.com

Counsel for the Plaintiff

VIRGINIA BEACH

Circuit Court

B.T.

v./In re:

SILVER DINER DEVELOPMENT, INC.,

PLAINTIFF(S)

DEFENDANT(S)

JAMES H. HALIBURTON, et al.

I, the undersigned ☐ plaintiff ☐ defendant ☒ attorney for ☒ plaintiff ☐ defendant hereby notify the Clerk of Court that I am filing the following civil action. (Please indicate by checking box that most closely identifies the claim being asserted or relief sought.)

GENERAL CIVIL

Subsequent Actions

- ☐ Claim Impleading Third Party Defendant
 - ☐ Monetary Damages
 - ☐ No Monetary Damages
- ☐ Counterclaim
 - ☐ Monetary Damages
 - ☐ No Monetary Damages
- ☐ Cross Claim
- ☐ Interpleader
- ☐ Reinstatement (other than divorce or driving privileges)
- ☐ Removal of Case to Federal Court

Business & Contract

- ☐ Attachment
- ☐ Confessed Judgment
- ☐ Contract Action
- ☐ Contract Specific Performance
- ☐ Detinue
- ☐ Garnishment

Property

- ☐ Annexation
- ☐ Condemnation
- ☐ Ejectment
- ☐ Encumber/Sell Real Estate
- ☐ Enforce Vendor's Lien
- ☐ Escheatment
- ☐ Establish Boundaries
- ☐ Landlord/Tenant
 - ☐ Unlawful Detainer
- ☐ Mechanics Lien
- ☐ Partition
- ☐ Quiet Title
- ☐ Termination of Mineral Rights

Tort

- ☐ Asbestos Litigation
- ☐ Compromise Settlement
- ☐ Intentional Tort
- ☐ Medical Malpractice
- ☐ Motor Vehicle Tort
- ☐ Product Liability
- ☐ Wrongful Death
- ☒ Other General Tort Liability

ADMINISTRATIVE LAW

- ☐ Appeal/Judicial Review of Decision of (select one)
 - ☐ ABC Board
 - ☐ Board of Zoning
 - ☐ Compensation Board
 - ☐ DMV License Suspension
 - ☐ Employee Grievance Decision
 - ☐ Employment Commission
 - ☐ Local Government
 - ☐ Marine Resources Commission
 - ☐ School Board
 - ☐ Voter Registration
 - ☐ Other Administrative Appeal

DOMESTIC/FAMILY

- ☐ Adoption
 - ☐ Adoption - Foreign
- ☐ Adult Protection
- ☐ Annulment
 - ☐ Annulment - Counterclaim/Responsive Pleading
- ☐ Child Abuse and Neglect - Unfounded Complaint
- ☐ Civil Contempt
- ☐ Divorce (select one)
 - ☐ Complaint - Contested*
 - ☐ Complaint - Uncontested*
 - ☐ Counterclaim/Responsive Pleading
 - ☐ Reinstatement - Custody/Visitation/Support/Equitable Distribution
- ☐ Separate Maintenance
 - ☐ Separate Maintenance Counterclaim

WRITS

- ☐ Certiorari
- ☐ Habeas Corpus
- ☐ Mandamus
- ☐ Prohibition
- ☐ Quo Warranto

PROBATE/WILLS AND TRUSTS

- ☐ Accounting
- ☐ Aid and Guidance
- ☐ Appointment (select one)
 - ☐ Guardian/Conservator
 - ☐ Standby Guardian/Conservator
 - ☐ Custodian/Successor Custodian (UTMA)
- ☐ Trust (select one)
 - ☐ Impress/Declare/Create
 - ☐ Reformation
- ☐ Will (select one)
 - ☐ Construe
 - ☐ Contested

MISCELLANEOUS

- ☐ Amend Death Certificate
- ☐ Appointment (select one)
 - ☐ Church Trustee
 - ☐ Conservator of Peace
 - ☐ Marriage Celebrant
- ☐ Approval of Transfer of Structured Settlement
- ☐ Bond Forfeiture Appeal
- ☐ Declaratory Judgment
- ☐ Declare Death
- ☐ Driving Privileges (select one)
 - ☐ Reinstatement pursuant to § 46.2-427
 - ☐ Restoration - Habitual Offender or 3rd Offense
- ☐ Expungement
- ☐ Firearms Rights - Restoration
- ☐ Forfeiture of Property or Money
- ☐ Freedom of Information
- ☐ Injunction
- ☐ Interdiction
- ☐ Interrogatory
- ☐ Judgment Lien-Bill to Enforce
- ☐ Law Enforcement/Public Official Petition
- ☐ Name Change
- ☐ Referendum Elections
- ☐ Sever Order
- ☐ Taxes (select one)
 - ☐ Correct Erroneous State/Local
 - ☐ Delinquent
- ☐ Vehicle Confiscation
- ☐ Voting Rights - Restoration
- ☐ Other (please specify)

☒ Damages in the amount of \$ 8,350,000.00 are claimed.

1/18/2022

DATE

Kevin Biniazan

PRINT NAME

Breit Biniazan, P.C.

ADDRESS/TELEPHONE NUMBER OF SIGNATOR

600 22nd St, Ste 402, Virginia Beach, VA, 23451, 757-622-6000

kevin@bbtrial.com

EMAIL ADDRESS OF SIGNATOR (OPTIONAL)

☐ PLAINTIFF

☐ DEFENDANT

☒ ATTORNEY FOR

☒ PLAINTIFF

☐ DEFENDANT

*"Contested" divorce means any of the following matters are in dispute: grounds of divorce, spousal support and maintenance, child custody and/or visitation, child support, property distribution or debt allocation. An "Uncontested" divorce is filed on no fault grounds and none of the above issues are in dispute.



January 18, 2022

Ms. Tina Sinnen, Clerk
Virginia Beach Circuit Court
Civil Division
2425 Nimmo Parkway
Virginia Beach, Virginia 23456
Page 1 of 2

Re: B.T. v. Silver Diner Development, Inc., Silver Diner Development, LLC., Silver Diner Limited Partnership, and James H. Haliburton

CL22-207

Dear Ms. Sinnen:

Enclosed please find an original Complaint along with five (5) copies, a Civil Action Cover Sheet, and our firm check to cover the appropriate filing fee for filing on behalf of the Plaintiff.

Please prepare the documents for service on the following four (4) Defendants, which will be served through a Private Process Server and the Secretary of the Commonwealth:

SILVER DINER DEVELOPMENT, INC.,

Serve: Registered Agent: C T CORPORATION SYSTEM
4701 Cox Road, Suite 285
Glen Allen, Virginia, 23060

SILVER DINER DEVELOPMENT, LLC,

Serve: Registered Agent: C T CORPORATION SYSTEM
4701 Cox Road, Suite 285
Glen Allen, Virginia, 23060

SILVER DINER LIMITED PARTNERSHIP,

Serve: Registered Agent: C T CORPORATION SYSTEM
4701 Cox Road, Suite 285
Glen Allen, Virginia 23060

and

FILED
VIRGINIA BEACH CIRCUIT COURT
2022 JAN 18 PM 2:02
TINA E. SINNEN, CLERK
BY *[Signature]* D.C.



Ms. Tina Sinnen, Clerk
January 18, 2022
Page 2 of 2

JAMES H. HALIBURTON

Serve: James H. Haliburton
339 Braemar Street
Middletown, DE 19709-8732

Once the service copies are prepared, please contact my assistant Kylee Vanboening at (757) 670-3889 for pick up. If you have any questions please do not hesitate to contact me. We will be using a private process server.

I ask that a filed copy of the complaint be mailed back to my office, for our records. Enclosed you will find a self-addressed, pre stamped envelope for the Courts convenience.

Thanking you for your attention in this matter.

Very truly yours,

A handwritten signature in black ink, appearing to be 'KB', written over a circular stamp or seal.

Kevin Biniazan

ISSUED FOR SERVICE 1.20.22.

KB/kv
Enclosures



OFFICIAL RECEIPT
VIRGINIA BEACH CIRCUIT COURT
CIVIL

DATE : 01/19/2022

TIME : 09:22:24

CASE # : 810CL2200020700

RECEIPT # : 22000000696

TRANSACTION # : 22011900015

CASHIER : JBB

REGISTER # : E388

FILING TYPE : GTOR

PAYMENT : FULL PAYMENT

CASE COMMENTS : BT v. SILVER DINER DEVELOPMENT

SUIT AMOUNT : \$8,350,000.00

ACCOUNT OF : BT

PAID BY : BREIT DRESCHER IMPREVENTO, PC

CHECK : \$346.00

CHECK NUMBER : 17381

DESCRIPTION 1 : GTOR:GENERAL TORT LIABILITY

2 : PLAINTIFF: BT

3 : NO HEARING SCHEDULED

ACCOUNT CODE	DESCRIPTION	PAID
049	WRIT TAX (CIVIL)	\$25.00
106	TECHNOLOGY TRST FND	\$5.00
123	LEGAL AID SERVICES	\$9.00
147	INDIGENT ASSISTANCE (INA)	\$1.00
170	COURT TECHNOLOGY FUND	\$10.00

ACCOUNT CODE	DESCRIPTION	PAID
219	LAW LIBRARY	\$4.00
229	COURTHOUSE MAINTENANCE FEE (CHMF)	\$2.00
304	CIVIL FILING FEE (LAW & EQUITY)	\$290.00

TENDERED : \$ 346.00

AMOUNT PAID : \$ 346.00

CLERK OF COURT : TINA E. SINNEN

AFFIDAVIT OF SERVICE

COMMONWEALTH OF VIRGINIA

SERVICE OTHER THAN BY VIRGINIA SHERIFF

in the:

VIRGINIA BEACH CIRCUIT COURTSTATE/Commonwealth of:
VA

488953 - 3

BT

CASE NO:

In re / v.

810CL22000207-00**SILVER DINER DEVELOPMENT, INC.****REGISTERED AGENT****SILVER DINER DEVELOPMENT, CT CORP SYSTEM****4701 COX ROAD, STE 285, GLEN ALLEN, VA 23060**

is the name and address of the person upon whom service of the following is to be made.

Document(s)	SUMMONS issued on:	1/20/2022
Served:	with a copy of the COMPLAINT filed on:	1/19/2022

I, the undersigned swear/affirm that I am a private process server, I am not a party to, or otherwise interested in the subject matter in controversy in this case, I am 18 years of age or older, and I served as shown below, the above named person upon whom service of process was to be made with copies described above.

Date and time of service: **2/1/2022 @ 1:00 PM**METHOD OF SERVICE:*Being unable to make personal service, a copy was delivered in the following manner:****Delivered to person found in charge of usual place of business or employment during business hours and giving information of its purport Service accepted by:*****KATIE BUSH**

Dated: 2/2/2022

Signature

Name: MICHAEL L McWHORTER, CoVAPPS Certification No. 00-0016

COMMONWEALTH OF VIRGINIA

CITY OF POQUOSON

Subscribed and sworn to/affirmed before me this day by

MICHAEL L McWHORTER

who is personally known to me.

Date: 2/2/2022

My commission expire 1/31/2023

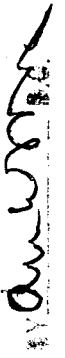
Signature of Notary Public:

JEKECIA K. JEFFERSON, REG #7127290

JEKECIA K. JEFFERSON, REG #7127290**Notary Public****Commonwealth of Virginia****My Commission Expires: 1/31/2023**

2022 FEB -8 PM 2:06

CLERK



Service Authorization CT Corporation System

CT Corporation System ("CT") is registered agent for service of process for numerous corporations and similar entities. CT receives the process only in its capacity as a commercial registered agent. The individuals designated below are employees of CT Corporation System and in receiving the process, do so only on CT's behalf and in CT's capacity as registered agent.

PLEASE NOTE: The Code of Virginia §§ 13.1-634 provides in part:

"Registered office and registered agent.

A....

B. The sole duty of the registered agent is to forward to the corporation at its last known address any process, notice or demand that is served on the registered agent."

As such, neither CT Corporation System, nor its individual employees designated below, have the duty or the ability to respond to any legal process, notice or demand that is served on CT's clients.

The following natural persons are designated in the office of the registered agent upon whom any process, notice or demand may be served:

Katie Bush

Teresa Brown

Julie Parrish

This authorization does not certify the receipt or acceptance of any specific process



Teresa Brown
Team Leader
CT Corporation System

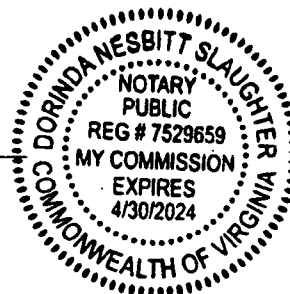
State of Virginia
County of Henrico

This day personally appeared before me, Teresa Brown, who name is signed above and who, being first duly sworn, upon her oath, state that the foregoing Affidavit is true to the best of her knowledge and belief.

Subscribed and sworn before me this 25th day of March, 2021.



Notary Public





VIRGINIA BEACH CIRCUIT COURT
Civil Division
2425 NIMMO PARKWAY BLDG 10
VIRGINIA BEACH VA 23456
(757) 385-4186

Proof of Service

Virginia:
In the VIRGINIA BEACH CIRCUIT COURT

Case number: 810CL22000207-00
Service number: 001
Service filed: January 19, 2022
Judge:

Served by: SPECIAL PROCESS SERVER
Style of case: BT vs SILVER DINER DEVELOPMENT, INC
Service on: SILVER DINER DEVELOPMENT, INC
REGISTERED AGENT:
CT CORPORATION SYSTEM
4701 COX ROAD, SUITE 285
GLEN ALLEN VA 23060

Attorney: BINIAZAN, KEVIN

Instructions:

Returns shall be made hereon, showing service of Summons issued Thursday, January 20, 2022 with a copy of the Complaint filed Wednesday, January 19, 2022 attached.

Hearing date :

Service issued: Thursday, January 20, 2022

For Sheriff Use Only

3

AFFIDAVIT OF SERVICE

COMMONWEALTH OF VIRGINIA

SERVICE OTHER THAN BY VIRGINIA SHERIFF

in the:

VIRGINIA BEACH CIRCUIT COURTSTATE/Commonwealth of:
VA

488953 - 1

BT

CASE NO:

In re / v.

810CL22000207-00**SILVER DINER DEVELOPMENT, INC.****REGISTERED AGENT****SILVER DINER DEVELOPMENT, INC. CT CORP SYSTEM****4701 COX ROAD, STE 285, GLEN ALLEN, VA 23060**

is the name and address of the person upon whom service of the following is to be made.

Document(s)	SUMMONS issued on:	1/20/2022
Served:	with a copy of the COMPLAINT filed on:	1/19/2022

I, the undersigned swear/affirm that I am a private process server, I am not a party to, or otherwise interested in the subject matter in controversy in this case, I am 18 years of age or older, and I served as shown below, the above named person upon whom service of process was to be made with copies described above.

Date and time of service: **2/1/2022 @ 1:00 PM**METHOD OF SERVICE:*Being unable to make personal service, a copy was delivered in the following manner:*

Delivered to person found in charge of usual place of business or employment during business hours and giving information of its purport Service accepted by:

KATIE BUSH


Dated: 2/2/2022

Signature

Name: MICHAEL L McWHORTER, CoVAPPS Certification No. 00-0016

COMMONWEALTH OF VIRGINIA

CITY OF POQUOSON

Subscribed and sworn to/affirmed before me this day by

MICHAEL L McWHORTER

who is personally known to me.

Date: 2/2/2022

My commission expire 1/31/2023

Signature of Notary Public:

JEKECIA K. JEFFERSON, REG #7127290

JEKECIA K. JEFFERSON, REG #7127290**Notary Public****Commonwealth of Virginia****My Commission Expires: 1/31/2023**

2022 FEB -8 PM 2:05

NOTARY PUBLIC CLERK



Service Authorization CT Corporation System

CT Corporation System ("CT") is registered agent for service of process for numerous corporations and similar entities. CT receives the process only in its capacity as a commercial registered agent. The individuals designated below are employees of CT Corporation System and in receiving the process, do so only on CT's behalf and in CT's capacity as registered agent.

PLEASE NOTE: The Code of Virginia §§ 13.1-634 provides in part:

"Registered office and registered agent.

A....

B. The sole duty of the registered agent is to forward to the corporation at its last known address any process, notice or demand that is served on the registered agent."

As such, neither CT Corporation System, nor its individual employees designated below, have the duty or the ability to respond to any legal process, notice or demand that is served on CT's clients.

The following natural persons are designated in the office of the registered agent upon whom any process, notice or demand may be served:

Katie Bush

Teresa Brown

Julie Parrish

This authorization does not certify the receipt or acceptance of any specific process

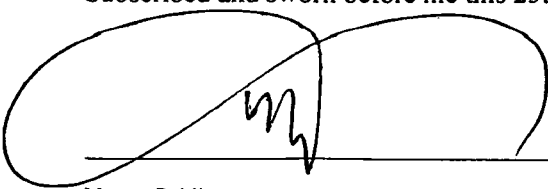


Teresa Brown
Team Leader
CT Corporation System

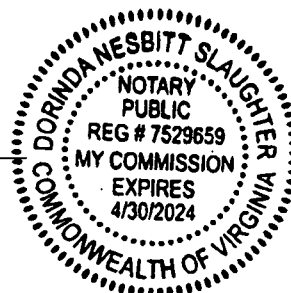
State of Virginia
County of Henrico

This day personally appeared before me, Teresa Brown, who name is signed above and who, being first duly sworn, upon her oath, state that the foregoing Affidavit is true to the best of her knowledge and belief.

Subscribed and sworn before me this 25th day of March, 2021.



Notary Public





VIRGINIA BEACH CIRCUIT COURT
Civil Division
2425 NIMMO PARKWAY BLDG 10
VIRGINIA BEACH VA 23456
(757) 385-4186

Virginia:
In the VIRGINIA BEACH CIRCUIT COURT

Proof of Service

Case number: 810CL22000207-00
Service number: 002
Service filed: January 19, 2022
Judge:

Served by: SPECIAL PROCESS SERVER
Style of case: BT vs SILVER DINER DEVELOPMENT, INC
Service on: SILVER DINER DEVELOPMENT LLC
REGISTERED AGENT:
CT CORPORATION SYSTEM
4701 COX ROAD, SUITE 285
GLEN ALLEN VA 23060

Attorney: BINIAZAN, KEVIN

Instructions:

Returns shall be made hereon, showing service of Summons issued Thursday, January 20, 2022 with a copy of the Complaint filed Wednesday, January 19, 2022 attached.

Hearing date :

Service issued: Thursday, January 20, 2022

For Sheriff Use Only

AFFIDAVIT OF SERVICE

COMMONWEALTH OF VIRGINIA

SERVICE OTHER THAN BY VIRGINIA SHERIFF

in the:

VIRGINIA BEACH CIRCUIT COURTSTATE/Commonwealth of:
VA

488953 - 2

BT

CASE NO:

810CL22000207-00

In re / v.

SILVER DINER DEVELOPMENT, INC.

REGISTERED AGENT**SILVER DINER LIMITED PARTNERSHIP, CT CORP SYSTEM****4701 COX ROAD, STE 285, GLEN ALLEN, VA 23060**

is the name and address of the person upon whom service of the following is to be made.

Document(s)	SUMMONS issued on:	1/20/2022
Served:	with a copy of the COMPLAINT filed on:	1/19/2022

I, the undersigned swear/affirm that I am a private process server, I am not a party to, or otherwise interested in the subject matter in controversy in this case, I am 18 years of age or older, and I served as shown below, the above named person upon whom service of process was to be made with copies described above.

Date and time of service: **2/1/2022 @ 1:00 PM**METHOD OF SERVICE:*Being unable to make personal service, a copy was delivered in the following manner:****Delivered to person found in charge of usual place of business or employment during business hours and giving information of its purport Service accepted by:*****KATIE BUSH**

Dated: 2/2/2022

Signature

Name: MICHAEL L McWHORTER, CoVAPPS Certification No. 00-0016

COMMONWEALTH OF VIRGINIA

CITY OF POQUOSON

Subscribed and sworn to/affirmed before me this day by

MICHAEL L McWHORTER

who is personally known to me.

Date: 2/2/2022

My commission expire 1/31/2023

Signature of Notary Public:

JEKECIA K. JEFFERSON, REG #7127290

JEKECIA K. JEFFERSON, REG #7127290

Notary Public

Commonwealth of Virginia

My Commission Expires: 1/31/2023

2022 FEB -8 PM 2:06

CLERK

Service Authorization CT Corporation System

CT Corporation System ("CT") is registered agent for service of process for numerous corporations and similar entities. CT receives the process only in its capacity as a commercial registered agent. The individuals designated below are employees of CT Corporation System and in receiving the process, do so only on CT's behalf and in CT's capacity as registered agent.

PLEASE NOTE: The Code of Virginia §§ 13.1-634 provides in part:

"Registered office and registered agent.

A....

B. The sole duty of the registered agent is to forward to the corporation at its last known address any process, notice or demand that is served on the registered agent."

As such, neither CT Corporation System, nor its individual employees designated below, have the duty or the ability to respond to any legal process, notice or demand that is served on CT's clients.

The following natural persons are designated in the office of the registered agent upon whom any process, notice or demand may be served:

Katie Bush

Teresa Brown

Julie Parrish

This authorization does not certify the receipt or acceptance of any specific process


Teresa Brown
Team Leader
CT Corporation System

State of Virginia
County of Henrico

This day personally appeared before me, Teresa Brown, who name is signed above and who, being first duly sworn, upon her oath, state that the foregoing Affidavit is true to the best of her knowledge and belief.

Subscribed and sworn before me this 25th day of March, 2021.


Notary Public





VIRGINIA BEACH CIRCUIT COURT
Civil Division
2425 NIMMO PARKWAY BLDG 10
VIRGINIA BEACH VA 23456
(757) 385-4186

Proof of Service

Virginia:
In the VIRGINIA BEACH CIRCUIT COURT

Case number: 810CL22000207-00
Service number: 003
Service filed: January 19, 2022
Judge:

Served by: SPECIAL PROCESS SERVER
Style of case: BT vs SILVER DINER DEVELOPMENT, INC
Service on: SILVER DINER LIMITED PARTNERSH
REGISTERED AGENT:
CT CORPORATION SYSTEM
4701 COX ROAD, SUITE 285
GLEN ALLEN VA 23060

Attorney: BINIAZAN, KEVIN

Instructions:

Returns shall be made hereon, showing service of Summons issued Thursday, January 20, 2022 with a copy of the Complaint filed Wednesday, January 19, 2022 attached.

Hearing date :

Service issued: Thursday, January 20, 2022

For Sheriff Use Only

VIRGINIA: IN THE CIRCUIT COURT FOR THE CITY OF VIRGINIA BEACH

B.T.,

PLAINTIFF,

v.

**SILVER DINER DEVELOPMENT, INC, ET
AL.,**

DEFENDANTS.

Case No.: CL22000207-00

FILED
CLERK OF COURT
22 FEB 22 PM 2:33
TINA E. SUTTON

**MOTION FOR EXTENSION OF TIME FOR
DEFENDANTS SILVER DINER DEVELOPMENT, INC.,
SILVER DINER DEVELOPMENT, LLC, AND
SILVER DINER LIMITED PARTNERSHIP
TO RESPOND TO PLAINTIFF B.T.'S COMPLAINT**

Pursuant to Rule 1:9 of the Rules of the Supreme Court of Virginia, Defendants Silver Diner Development, Inc., Silver Diner Development, LLC, and Silver Diner Limited Partnership (collectively “Defendants” or “Silver Diner Defendants”), request an extension of time to file their individual responsive pleadings to Plaintiff B.T.’s Complaint. In support of their Motion, the Defendants state as follows:

1. On or about January 19, 2022, Plaintiff B.T. filed a Complaint against Defendants Silver Diner Development, Inc., Silver Diner Development, LLC, Silver Diner Limited Partnership, and James H. Haliburton.

2. The earliest allegations in Plaintiff’s Complaint date back to the summer of 2000, which is almost 22 years ago.

3. On or about February 1, 2022, Plaintiff served Defendants Silver Diner Development, Inc., Silver Diner Development, LLC, and Silver Diner Limited Partnership via process server through their individual Registered Agents.

4. Currently, the deadline for Defendants Silver Diner Development, Inc., Silver Diner Development, LLC, and Silver Diner Limited Partnership to file their responsive pleadings to Plaintiff's Complaint is February 22, 2022.

5. However, Defendants Silver Diner Development, Inc., Silver Diner Development, LLC, and Silver Diner Limited Partnership did not receive notification of Plaintiff's B.T.'s lawsuit until the week of February 14, 2022, at which time they retained the undersigned counsel later in the same week.

6. Due to the delay in receiving notice of the lawsuit and the extensive period that expired between the alleged events in the Complaint and Plaintiff filing her lawsuit, which is more than twenty years, Silver Diner Defendants require additional time to review the allegations and relevant information in order to properly respond to the Complaint.

7. Consequently, Defendants request an additional four weeks, up through and including Tuesday, March 22, 2022, to file their individual responsive pleadings.

8. Undersigned counsel has conferred with Plaintiff's Counsel, who has indicated that Plaintiff consents to the requested extension.

9. This extension will not prejudice any party to this action and will not delay any scheduled court proceeding.

10. Unless the Court deems a hearing necessary, the Parties request a ruling on this Motion without oral argument and attaches the Proposed Order for entry by the Court.

For the foregoing reasons, Defendants Silver Diner Development, Inc., Silver Diner Development, LLC, and Silver Diner Limited Partnership respectfully requests that the Court sustain their Motion For Extension Of Time To Respond To Plaintiff B.T.'S Complaint.

Dated: February 22, 2022

Respectfully submitted,

**Silver Diner Development, Inc., Silver Diner
Development, LLC, and Silver Diner Limited
Partnership**

By: Milena Radovic

Kristina H. Vaquera (VSB No. 43655)

Milena Radovic (VSB No. 91000)

Jackson Lewis, PC

500 E. Main Street, Suite 800

Norfolk, Virginia 23510

Telephone: (757) 648-1445

Facsimile: (757) 648-1418

E-mail: kristina.vaquera@jacksonlewis.com

milena.radovic@jacksonlewis.com

Counsel for Defendants

Silver Diner Development, Inc.,

Silver Diner Development, LLC, and

Silver Diner Limited Partnership

CERTIFICATE OF SERVICE

I hereby certify that on February 22, 2022, I mailed the foregoing to the Clerk of the Court and will send notification via email and First-Class U.S. Mail to the following:

Kevin Biniazan
BREIT BINIAZAN, P.C.
Towne Pavilion Center II
600 22nd Street, Ste. 402
Virginia Beach, Va 23451
kevin@bbtrial.com
Counsel for Plaintiff

**Silver Diner Development, Inc., Silver Diner
Development, LLC, and Silver Diner Limited
Partnership**

By: Milena Radovic
Kristina H. Vaquera (VSB No. 43655)
Milena Radovic (VSB No. 91000)
Jackson Lewis, PC
500 E. Main Street, Suite 800
Norfolk, Virginia 23510
Telephone: (757) 648-1445
Facsimile: (757) 648-1418
E-mail: kristina.vaquera@jacksonlewis.com
milena.radovic@jacksonlewis.com

***Counsel for Defendants
Silver Diner Development, Inc.,
Silver Diner Development, LLC, and
Silver Diner Limited Partnership***

VIRGINIA: IN THE CIRCUIT COURT FOR THE CITY OF VIRGINIA BEACH

B.T.,

PLAINTIFF,

v.

**SILVER DINER DEVELOPMENT, INC, ET
AL.,**

DEFENDANTS.

Case No.: CL22000207-00

FILED
22 FEB 22 PM 2:30
TAMARA S. SMITH, CLERK


NOTICE OF APPEARANCE

The undersigned counsel, Kristina H. Vaquera of the law firm of Jackson Lewis P.C., hereby provides notice to this Court and the Plaintiff that she shall appear as counsel of record in this matter on behalf of Silver Diner Development, Inc., Silver Diner Development, LLC, and Silver Diner Limited Partnership (collectively "Defendants"). Please direct all pleadings, notices, calendars and other documents regarding this matter to Kristina H. Vaquera via first class mail, or by other means of service allowed by law.

Dated: February 22, 2022

Respectfully submitted,

**Silver Diner Development, Inc., Silver Diner
Development, LLC, and Silver Diner Limited
Partnership**

By: 
Kristina H. Vaquera (VSB No. 43655)
Milena Radovic (VSB No. 91000)
Jackson Lewis, PC
500 E. Main Street, Suite 800
Norfolk, Virginia 23510
Telephone: (757) 648-1445
Facsimile: (757) 648-1418
E-mail: kristina.vaquera@jacksonlewis.com
milena.radovic@jacksonlewis.com

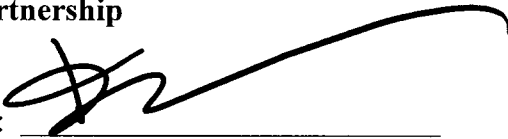
*Counsel for Defendants
Silver Diner Development, Inc.,
Silver Diner Development, LLC, and
Silver Diner Limited Partnership*

CERTIFICATE OF SERVICE

I hereby certify that on February 22, 2022, I mailed the foregoing to the Clerk of the Court and will send notification via email and First-Class U.S. Mail to the following:

Kevin Biniazan
BREIT BINIAZAN, P.C.
Towne Pavilion Center II
600 22nd Street, Ste. 402
Virginia Beach, Va 23451
kevin@bbtrial.com
Counsel for Plaintiff

**Silver Diner Development, Inc., Silver Diner
Development, LLC, and Silver Diner Limited
Partnership**

By: 
Kristina H. Vaquera (VSB No. 43655)
Milena Radovic (VSB No. 91000)
Jackson Lewis, PC
500 E. Main Street, Suite 800
Norfolk, Virginia 23510
Telephone: (757) 648-1445
Facsimile: (757) 648-1418
E-mail: kristina.vaquera@jacksonlewis.com
milena.radovic@jacksonlewis.com

***Counsel for Defendants
Silver Diner Development, Inc.,
Silver Diner Development, LLC, and
Silver Diner Limited Partnership***

VIRGINIA: IN THE CIRCUIT COURT FOR THE CITY OF VIRGINIA BEACH

B.T.,

PLAINTIFF,

v.

**SILVER DINER DEVELOPMENT, INC, ET
AL.,**

DEFENDANTS.

Case No.: CL22000207-00

FILED
22 FEB 22 PM 2:33
VIRGINIA BEACH

NOTICE OF APPEARANCE

The undersigned counsel, Milena Radovic of the law firm of Jackson Lewis P.C., hereby provides notice to this Court and the Plaintiff that she shall appear as counsel of record in this matter on behalf of Silver Diner Development, Inc., Silver Diner Development, LLC, and Silver Diner Limited Partnership (collectively "Defendants"). Please direct all pleadings, notices, calendars and other documents regarding this matter to Milena Radovic via first class mail, or by other means of service allowed by law.

Dated: February 22, 2022

Respectfully submitted,

**Silver Diner Development, Inc., Silver Diner
Development, LLC, and Silver Diner Limited
Partnership**

By: Milena Radovic

Kristina H. Vaquera (VSB No. 43655)

Milena Radovic (VSB No. 91000)

Jackson Lewis, PC

500 E. Main Street, Suite 800

Norfolk, Virginia 23510

Telephone: (757) 648-1445

Facsimile: (757) 648-1418

E-mail: kristina.vaquera@jacksonlewis.com
milena.radovic@jacksonlewis.com

*Counsel for Defendants
Silver Diner Development, Inc.,
Silver Diner Development, LLC, and
Silver Diner Limited Partnership*

CERTIFICATE OF SERVICE

I hereby certify that on February 22, 2022, I mailed the foregoing to the Clerk of the Court and will send notification via email and First-Class U.S. Mail to the following:

Kevin Biniazan
BREIT BINIAZAN, P.C.
Towne Pavilion Center II
600 22nd Street, Ste. 402
Virginia Beach, Va 23451
kevin@bbtrial.com
Counsel for Plaintiff

**Silver Diner Development, Inc., Silver Diner
Development, LLC, and Silver Diner Limited
Partnership**

By: Milena Radovic
Kristina H. Vaquera (VSB No. 43655)
Milena Radovic (VSB No. 91000)
Jackson Lewis, PC
500 E. Main Street, Suite 800
Norfolk, Virginia 23510
Telephone: (757) 648-1445
Facsimile: (757) 648-1418
E-mail: kristina.vaquera@jacksonlewis.com
milena.radovic@jacksonlewis.com

***Counsel for Defendants
Silver Diner Development, Inc.,
Silver Diner Development, LLC, and
Silver Diner Limited Partnership***

JacksonLewis

Jackson Lewis P.C.
500 East Main Street, Suite 800
Norfolk, VA 23510
(757) 648-1445 Main
(757) 648-1418 Fax
jacksonlewis.com

DIRECT DIAL: (757)648-1444
EMAIL ADDRESS: MILENA.RADOVIC@JACKSONLEWIS.COM

VIA HAND-DELIVERY

Honorable Tina E. Sinnen
Clerk of the Court
Virginia Beach Circuit Court
2425 Nimmo Parkway
Virginia Beach, VA 23456

Re: B.T. v. Silver Diner Development, Inc. Et al.
Case Number: CL22000207-00

Dear Clerk of the Court:

Enclosed please find Defendants Silver Diner Development, Inc., Silver Diner Development, LLC, and Silver Diner Limited Partnership's:

- Motion for Extension of Time to Respond to Plaintiff B.T.'s Complaint;
- Proposed Order Granting Motion for Extension of Time to Respond to Plaintiff B.T.'s Complaint, which has been fully executed by the aforementioned Defendants and Plaintiff;
- Notice of Appearance of Kristina H. Vaquera; and
- Notice of Appearance of Milena Radovic.

We respectfully request that these documents be filed with the Court in the above-referenced matter and that the Motion for Extension of Time and Proposed Order be submitted to Chambers for consideration.

With best regards, I am

Very truly yours,

JACKSON LEWIS, P.C.

Milena Radovic

Milena Radovic

Enclosures

cc: Kevin Biniazan, Esquire (w/encs. – via Regular U.S. Mail and Email)

FILED
22 FEB 22 PM 2:33
TINA E. SINNEN

VIRGINIA: IN THE CIRCUIT COURT FOR THE CITY OF VIRGINIA BEACH

B.T.,

PLAINTIFF,

v.

SILVER DINER DEVELOPMENT, INC, ET AL.

,

DEFENDANTS.

Case No.: CL22000207-00

FILED
22 FEB 22 PM 2:33
THA F SIN

**ORDER GRANTING MOTION FOR EXTENSION OF TIME FOR
DEFENDANTS SILVER DINER DEVELOPMENT, INC., SILVER
DINER DEVELOPMENT, LLC, AND SILVER DINER LIMITED
PARTNERSHIP TO RESPOND TO PLAINTIFF B.T.'S COMPLAINT**

Upon consideration of Defendants Silver Diner Development, Inc., Silver Diner Development, LLC, and Silver Diner Limited Partnership's Motion for Extension of Time to Respond to Pleadings, it is hereby ORDERED that:

1. Defendants Silver Diner Development, Inc., Silver Diner Development, LLC, and Silver Diner Limited Partnership's Motion for Extension of Time to Respond to Pleadings is GRANTED;

2. Defendants shall have until Tuesday, March 22, 2022, to answer and/or otherwise respond to Plaintiff's Complaint in the above-captioned matter.

3. The Clerk is DIRECTED to forward a copy of this Order to all counsel of record.

IT IS SO ORDERED.

ENTER / /

Judge

WE ASK FOR THIS:

Milena Radovic

By: _____

Kristina H. Vaquera, Esq. (VSB No. 43655)

Milena Radovic, Esq. (VSB No. 91000)

Jackson Lewis, P.C.

500 E. Main Street, Suite 800

Norfolk, Virginia 23510

Telephone: (757) 648-1448

Facsimile: (757) 648-1418

vaquerak@jacksonlewis.com

milena.radovic@jacksonlewis.com

Counsel for Defendants

Silver Diner Development, Inc.,

Silver Diner Development, LLC, and

Silver Diner Limited Partnership

SEEN AND AGREED:

By: _____

Kevin Biniazan, Esq. (VSB No. 92109)

BREIT BINIAZAN, P.C.

Towne Pavilion Center II

600 22nd Street, Ste. 402

Virginia Beach, Va 23451

Telephone: (757)622-6000

Facsimile: (757-229-8028

kevin@bbtrial.com

Counsel for Plaintiff

JacksonLewis

Jackson Lewis P.C.
500 East Main Street, Suite 800
Norfolk, VA 23510
(757) 648-1445 Main
(757) 648-1418 Fax
jacksonlewis.com

DIRECT DIAL: (757)648-1444
EMAIL ADDRESS: MILENA.RADOVIC@JACKSONLEWIS.COM

VIA HAND-DELIVERY

Honorable Tina E. Sinnen
Clerk of the Court
Virginia Beach Circuit Court
2425 Nimmo Parkway
Virginia Beach, VA 23456

Re: B.T. v. Silver Diner Development, Inc. Et al.
Case Number: CL22000207-00

Dear Clerk of the Court:

Enclosed please find Defendants Silver Diner Limited Partnership's Plea in Bar. We respectfully request that these documents be filed with the Court in the above-referenced matter.

With best regards, I am

Very truly yours,

JACKSON LEWIS, P.C.

Milena Radovic

Milena Radovic

Enclosures

cc: Kevin Biniazan, Esquire (w/encs. – via Regular U.S. Mail and Email)

FILED
VIRGINIA BEACH CIRCUIT COURT
2022 MAR -1 PM 1:27
TINA E. SINNEN, CLERK
T. McHale

VIRGINIA: IN THE CIRCUIT COURT FOR THE CITY OF VIRGINIA BEACH

B.T.,

PLAINTIFF,

v.

SILVER DINER DEVELOPMENT, INC, ET AL.

,

DEFENDANTS.

Case No.: CL22000207-00

FILED
VIRGINIA BEACH CIRCUIT COURT

2022 MAR -1 PM 1:27

JINA E. SINNEN, CLERK

BY *TMc* *At* *Paule*
b.c.c. Paule

DEFENDANT SILVER DINER LIMITED PARTNERSHIP'S PLEA IN BAR

Defendant Silver Diner Limited Partnership (“SDLP” or “Defendant”), by counsel, submits the following Plea In Bar with respect to the Complaint filed by Plaintiff B.T. (“Plaintiff”), and in support thereof states as follows:

I. Statement of Facts

1. In approximately 1987, Robert Giamo and Ype Von Hengst opened the first Silver Diner restaurant location in Rockville, Maryland. *See* Affidavit of Robert T. Giamo at ¶5, which is attached hereto as Exhibit A.

2. In approximately December 1987, Silver Diner Development, Inc. (“SDDI”) filed its Articles of Incorporation with the Virginia State Corporation Commission. *See* Ex. A at ¶6.

3. Shortly thereafter, Silver Diner Limited Partnership (“SDLI”) filed a Certificate of Limited Partnership with the Virginia State Corporation Commission. At the time of filing, the General Partner of Silver Diner Limited Partnership was Silver Diner Development, Inc. *See* Ex. A at ¶7.

4. Silver Diner Limited Partnership only operated the first three Silver Diner locations that opened, which were in Rockville, Maryland (approximately February 1989), Laurel, Maryland

(approximately September 1990), and Potomac Mills, Virginia (approximately October 1991). *See* Ex. A at ¶8.

5. On or about April 21, 1994, Silver Diner, Inc. was incorporated in Delaware under the name Food Trends Acquisition Corporation (“FTAC”) and has maintained its principal place of business at 12276 Rockville Pike, Rockville, MD 20852. *See* Ex. A at ¶9.

6. In approximately June 1996, Silver Diner, Inc. acquired all the limited partner interests in Silver Diner Limited Partnership. *See* Ex. A at ¶10.

7. In approximately 2000, Silver Diner Development, Inc. opened a Silver Diner restaurant location in Virginia Beach, Beach (“Silver Diner Virginia Beach”). Specifically, Silver Diner Virginia Beach was located at 4401 Virginia Beach Blvd, Virginia Beach, VA 23462. *See* Ex. A at ¶11.

8. Upon information and belief, from approximately May 30, 2003, until on or about December 21, 2005, SDDI employed B.T. at the Silver Diner restaurant located at 4401 Virginia Beach Blvd, Virginia Beach, VA 23462. *See* Affidavit of Christopher Shand at ¶6, which is attached hereto as Exhibit B.

9. From approximately April 3, 2002, until February 25, 2004, SDDI employed James Haliburton at the Silver Diner restaurant located at 4401 Virginia Beach Blvd, Virginia Beach, VA 23462. *See* Ex. B at ¶7.

10. Neither B.T. nor Defendant Haliburton were ever employed by Silver Diner Limited Partnership. *See* Ex. B at ¶8.

11. At no point in time did Silver Diner Limited Partnership ever own, operate, or otherwise manage Silver Diner Virginia Beach. *See* Ex. A at ¶12.

12. Silver Diner Development, Inc. continued to operate Silver Diner Virginia Beach until approximately 2012, when Silver Diner Development, Inc. permanently closed this location. *See* Ex. A at ¶11.

13. On or about July 24, 2014, Silver Diner Development, Inc. filed Articles of Conversion with the Virginia State Corporation Commission, which converted Silver Diner Development, Inc. to Silver Diner Development, LLC (“SDDL”). As outlined in the “Plan of Entity Conversion”, Silver Diner, Inc. was the sole shareholder of Silver Diner Development, Inc. and pursuant to the conversion, Silver Diner, Inc. became the lone member of Silver Diner Development, LLC. *See* Ex. A at ¶13.

14. On January 19, 2022, Plaintiff filed a Complaint in the Circuit Court of Virginia Beach against Silver Diner Development, Inc., Silver Diner Development, LLC, Silver Diner Limited Partnership, and James H. Haliburton. Plaintiff fails to identify herself in the Complaint despite asserting that she is currently an adult, only identifying themselves as “B.T.”.

15. In the Complaint, Plaintiff alleges that:

- a. In 2003, Plaintiff began her employment with Silver Diner Development, Inc., and Silver Diner Limited Partnership “as a participant of the extra credit program offered by Princess Anne High School,” which would have arguably been an internship program arguably making Princess Anne High School a joint employer, yet Plaintiff fails to identify this indispensable party. Compl. ¶26.
- b. Without identifying Defendant Haliburton’s job title, job duties, or when he began his employment, Plaintiff identifies Defendant Haliburton as a co-

worker at some point during their employment with Silver Diner Development, Inc., and Silver Diner Limited Partnership.

- c. Without identifying a date, Plaintiff alleges that Defendant Haliburton picked her up from her home and she consensually drove back with him to Defendant Haliburton's apartment. While at Defendant Haliburton's apartment, Plaintiff alleges, without any specificity, that Defendant Haliburton made sexually suggestive comments and sexually assaulted her. Compl. ¶29.
- d. Plaintiff admits this alleged incident did not occur while Plaintiff or Defendant Haliburton were working for any of the corporate Defendants or on the corporate premises.
- e. Again, without identifying any date, Plaintiff alleges that days later, while she was in the pantry at the Silver Diner restaurant, Defendant Haliburton allegedly "accosted her, kissed her, and groped and touched her intimate body parts." Compl. ¶31.
- f. In the Complaint, Plaintiff does not identify what job duties she was engaging in at the time of the alleged indecent or what job duties Defendant Haliburton was engaging in prior to the alleged incident.
- g. Without citing any specific incidents, Plaintiff vaguely asserts that "while they were both on the clock and working", Defendant Haliburton groped and touched Plaintiff's intimate body parts on the company premises every shift they worked together over the course of a year and a half. Compl. ¶32.

- h. Again, without identifying any dates, Plaintiff alleges that while she was on what is arguably an unpaid break from her scheduled worktime, Defendant Haliburton approached her to go to the parking lot for a smoke break, implying that she agreed to do so voluntarily and while in his car, Defendant Haliburton engaged in unspecified sexual contact with Plaintiff. Compl. ¶38.
- i. During these unspecified incidents, Plaintiff does not identify what job duties she was engaging in at the time of the alleged incident or what job duties Defendant Haliburton was engaging in prior to the alleged incident.
- j. In the Complaint, Plaintiff asserts that Defendant Haliburton allegedly told his friend “Mr. Washington”, a manager at Silver Diner, about his relationship with Plaintiff. Compl. ¶33. Plaintiff also pleads that Defendant Haliburton also told “Blanche”, another manager at Silver Diner, about his relationship with Plaintiff. Compl. ¶37.
- k. Plaintiff never alleges that she complained about Defendant Haliburton to Silver Diner Development, Inc. and/or Silver Diner Limited Partnership during the course of her employment or anytime prior to the filing of this complaint nearly 20 years later.
- l. Almost seventeen years after this alleged sexual conduct occurred, Plaintiff asserts that she sought treatment from a mental health professional. Compl. ¶42.

II. Legal Argument

A. Standard of Review

In *Hawthorne v. VanMarter*, the Supreme Court of Virginia explained that a “plea in bar asserts a single issue, which, if proved, creates a bar to a plaintiff’s recovery.” 279 Va. 566, 577, 692 S.E.2d 226, 233 (2010) (citing *Schmidt v. Household Fin. Corp., II*, 276 Va. 108, 116, 661 S.E.2d 834, 838 (2008); *Baker v. Poolservice Co.*, 272 Va. 677, 688, 636 S.E.2d 360, 366 (2006); *Cooper Indus., Inc. v. Melendez*, 260 Va. 578, 594, 537 S.E.2d 580, 590 (2000)). In addition, “The party asserting a plea in bar bears the burden of proof on the issue presented.” *Id.* (citing *Baker*, 272 Va. at 688, 636 S.E.2d at 367; *Cooper Indus.*, 260 Va. at 594, 537 S.E.2d at 590; *Tomlin v. McKenzie*, 251 Va. 478, 480, 468 S.E.2d 882, 884 (1996)). When a party files a plea in bar, the issues raised within “may be submitted to the circuit court for decision based on a discrete body of facts identified by the parties through their pleadings or developed through the presentation of evidence supporting or opposing the plea.” *Id.* (citing *Kroger Co. v. Appalachian Power Co.*, 244 Va. 560, 562, 422 S.E.2d 757, 758, 9 Va. Law Rep. 547 (1992); see *Schmidt*, 276 Va. at 112, 661 S.E.2d at 836; *Niese v. City of Alexandria*, 264 Va. 230, 233, 564 S.E.2d 127, 129 (2002)).

B. **Silver Diner Limited Partnership Did Not Employ Defendant Haliburton Or Otherwise Exercise Control Over Defendant Haliburton**

In the Complaint, Plaintiff alleges that “upon information and belief, Silver Diner Ltd. is a limited partnership that at all times [...] was jointly involved in the operation and management of Silver Diner restaurants through the Commonwealth of Virginia. Although Plaintiff generically alleges that Silver Diner Limited Partnership is liable for the alleged actions of Defendant Haliburton, Plaintiff fails to plead any facts that support a finding that Silver Diner Limited Partner operated or managed the restaurant that Defendant Haliburton worked at, nor can Plaintiff ever make such a showing. Contrary to Plaintiff’s assertions, Defendant Silver Diner Limited

Partnership never employed Plaintiff or Defendant Haliburton. Moreover, Silver Diner Limited Partnership never owned, operated, or otherwise managed the restaurant at which Defendant Haliburton worked at.

In *Parrish v. Am. Airlines, Inc.*, the Court granted a Plea in Bar where the Plaintiff was not employed by Defendant American Airlines, Inc. 97 Va. Cir. 271 (Norfolk 2017). In *Parrish*, the Plaintiff filed suit because he allegedly suffered an injury at Norfolk International Airport when Finley, a baggage handler, allegedly threw a bag at the Plaintiff. *Id.* at 271-72. In response to the lawsuit, American Airlines filed a Plea in Bar arguing that “Finley was not an American employee and was actually employed by Envoy Air, Inc.” *Id.* at 272. After reviewing the Parties arguments, the Court granted Defendant American Airlines’ Plea in Bar. In support of its finding, the Court explained:

Although Parrish claims that Finley appeared to be completely under control of American at the time of the incident, it is apparent that she was contracted to work there as an employee of Envoy. Thus, American cannot be held liable as a third party because it did not have an employer-employee relationship, or any other special relationship, with Finley.

Id. at 277.

Likewise, in this case, Defendant Haliburton was not an employee of Defendant Silver Diner Limited Partnership. As reflected in the Affidavit of Christopher Shand, Defendant Haliburton was not employed by Silver Diner Limited Partnership but rather Silver Diner Development, Inc. *See* Ex. B at ¶¶6-8. Moreover, as reflected in the Affidavit of Robert T. Giamo, Defendant Silver Diner Limited Partnership never owned, operated, or otherwise managed the Silver Diner Virginia Beach restaurant. *See* Ex. A at ¶12. In fact, Silver Diner Limited Partnership only operated the first three Silver Diner locations that opened, which were in Rockville, Maryland (approximately February 1989), Laurel, Maryland (approximately September 1990), and Potomac

Mills, Virginia (approximately October 1991). *See* Ex. A at ¶8. Consequently, Defendant Silver Diner Limited Partnership cannot be held liable for the actions of an individual that it never employed or otherwise exerted any control over. Accordingly, the Court should grant Defendant Silver Diner Limited Partnership's Plea in Bar.

C. The Statute of Limitations Has Expired

Assuming, *arguendo*, the Court finds that Silver Diner Limited Partnership employed or otherwise managed Defendant Haliburton, Plaintiff's claims against Silver Diner Limited Partnership nonetheless fail because the statute of limitations has expired. Under Section 8.01-243 of the Code of Virginia, "every action for personal injuries, whatever the theory of recovery, and every action for damages resulting from fraud, shall be brought within two years after the cause of action accrues." Va. Code. § 8.01-243(A). However, for claims of sexual abuse occurring during the infancy or incapacity of the person, the claims must "be brought within 20 years after the cause of action accrues." Va. Code. § 8.01-243(D). This time period is further extended by Section 8.01-243 of the Code of Virginia, which provides that:

In actions for injury to the person, whatever the theory of recovery, resulting from sexual abuse occurring during the infancy or incapacity of the person, upon the later of the removal of the disability of infancy or incapacity as provided in § 8.01-229 or when the fact of the injury and its causal connection to the sexual abuse is first communicated to the person by a licensed physician, psychologist, or clinical psychologist. As used in this subdivision, "sexual abuse" means sexual abuse as defined in subdivision 6 of § 18.2-67.10 and acts constituting rape, sodomy, object sexual penetration or sexual battery

Va. Code. § 8.01-249 (6). However, this extension of time only applies to natural persons.

In *McConville v. Rhoads*, the Court granted a Defendant's Plea in Bar where the statute of limitations had run. 67 Va. Cir. 392 (Norfolk 2005). In *McConville*, Plaintiff, as a minor, was a parishioner with the Catholic Diocese of Richmond and a student at St. Gregory the Great School.

Id. at 392. According to Plaintiff, when he was a minor “he was sexually abused and molested by Eileen M. Rhoads. Rhoads was a member of the religious order, the Convent of Sisters, Servants of the Immaculate Heart of Mary.” *Id.* The Diocese and Convent of Sisters moved to dismiss on the grounds that the statute of limitations is only with regards to claims against “natural persons.” *Id.* at 394. After reviewing the arguments of the Parties, the Circuit Court granted the motion to dismiss by the Diocese and Convent of Sisters. In support the Circuit Court explained:

Article IV, § 14, paragraph 4, of the Virginia Constitution uses the phrase “natural person” twice. Virginia follows the rule that “the words of a constitution are to be understood in the sense in which they are popularly employed,” and “every word employed in the Constitution is to be expounded in its plain, obvious, and common sense meaning, unless the context furnishes some ground to control, qualify, or enlarge it.” *Quesinberry v. Hull*, 159 Va. 270, 274-75, 165 S.E. 382, 383 (1932). A “natural person” is defined as “a person produced by nature — a human being.” *Armstrong v. NEWVA Enterprises*, 23 Va. Cir. 352, 355 (1991) (involving Virginia Residential Landlord and Tenant Act). According to this definition, the Diocese and Convent of Sisters are not natural persons.

Even though Virginia Code § 8.01-249(6) does not include the phrase natural person, the statute should be construed in light of the enabling constitutional amendment, Article IV, § 14, paragraph 4. “No act of the legislature . . . should be so construed as to bring it into conflict with constitutional provisions.” *Dean v. Paolicelli*, 194 Va. 219, 227, 72 S.E.2d 506, 511 (1952). The reasonable interpretation of the language in the statute based on the enabling amendment is that it only pertains to individuals. In addition, statutes in derogation of the common law are to be narrowly construed. *Hyman v. Glover*, 232 Va. 140, 143, 348 S.E.2d 269, 271, 3 Va. Law Rep. 607 (1986). A narrow construction of the statute is that it only applies to natural persons.

The Virginia General Assembly would not have used the phrase “natural person” twice in the enabling amendment to the constitution if it did not intend to restrict the application of the tolling of the statute of limitations to natural persons. The Court finds that the statute of limitations has run on Plaintiff’s ability to directly sue the Diocese and the Convent of Sisters.

Id. at 394-95.

The Supreme Court of Virginia affirmed this position in *Kopalchick v. Catholic Diocese of Richmond*, 274 Va. 332 (2007) (“Because the diocese is not a ‘natural person,’ Code § 8.01-249(6) has no effect upon its constitutionally protected right to rely on the bar of the statute of limitations.”).

Consequently, the statute of limitations has expired as to non-natural persons, and as such, all claims against Silver Diner Limited Partnership must be dismissed.

III. Conclusion

For the foregoing reasons, Defendant Silver Diner Limited Partnership respectfully requests that the Court sustain its Demurrer as to all counts of the Plaintiff’s Complaint.

Dated: March 1, 2022

Respectfully submitted,

SILVER DINER LIMITED PARTNERSHIP

By: Milena Radovic

Kristina H. Vaquera (VSB No. 43655)

Milena Radovic (VSB No. 91000)

Jackson Lewis, PC

500 E. Main Street, Suite 800

Norfolk, Virginia 23510

Telephone: (757) 648-1445

Facsimile: (757) 648-1418

E-mail: kristina.vaquera@jacksonlewis.com

milena.radovic@jacksonlewis.com

Counsel for Defendant

Silver Diner Limited Partnership

CERTIFICATE OF SERVICE

I hereby certify that on March 1, 2022, I had hand delivered the foregoing to the Clerk of the Court and will send notification via email and First Class U.S. Mail to the following:

Kevin Biniazan
BREIT BINIAZAN, P.C.
Towne Pavilion Center II
600 22nd Street, Ste. 402
Virginia Beach, VA 23451
kevin@bbtrial.com
Counsel for Plaintiff

SILVER DINER LIMITED PARTNERSHIP

By: Milena Radovic
Kristina H. Vaquera (VSB No. 43655)
Milena Radovic (VSB No. 91000)
Jackson Lewis, PC
500 E. Main Street, Suite 800
Norfolk, Virginia 23510
Telephone: (757) 648-1445
Facsimile: (757) 648-1418
E-mail: kristina.vaquera@jacksonlewis.com
milena.radovic@jacksonlewis.com
Counsel for Defendant
Silver Diner Limited Partnership

AFFIDAVIT OF ROBERT T. GIAIMO

I, Robert T. Giaimo, do hereby affirm and say:

1. My name is Robert T. Giaimo, and I am over eighteen (18) years of age, have never been convicted of a felony, and am otherwise fully competent to make this affidavit and to testify in a court of law. The facts herein are true and correct and based upon my personal knowledge.

2. I am a resident of the Commonwealth of Virginia.

3. I am the founder, President and Chief Executive Officer of Silver Diner Development, LLC, which is located at 12276 Rockville Pike, Rockville, MD 20852.

4. As the President and Chief Executive Officer of Silver Diner Development, LLC, I am familiar with Silver Diner's corporate structure, including the formation of corporations, partnerships, and limited liability companies associated with and/or related to Silver Diner in the corporate structure. A true and accurate copy of Silver Diner, Inc's Form 10-K/A – 2002 Annual Report is attached hereto as Exhibit 1 and reflects the history of Silver Diner, Inc., including the corporations, partnerships, and limited liability companies associated with and/or related to Silver Diner through 2002.

5. In approximately 1987, I developed and popularized the Silver Diner concept with my co-founder, Ype Von Hengst, after conducting a national tour of diner-style restaurants. In approximately 1989, we opened the first Silver Diner restaurant location in Rockville, Maryland.

6. In approximately December 1987, Silver Diner Development, Inc. ("SDDI") filed its Articles of Incorporation with the Virginia State Corporation Commission.

7. Shortly thereafter, Silver Diner Limited Partnership ("SDLI") filed a Certificate of Limited Partnership with the Virginia State Corporation Commission. At the time of filing, the General Partner of Silver Diner Limited Partnership was Silver Diner Development, Inc. A true

FILED
IN BEACH CIRCUIT COURT
2022 MAR -1 PM 1:28

GINA E. SINNEN, CLERK

BY TMc Atch Boyle
D.C.

**EXHIBIT
A**

and accurate copy of Silver Diner Limited Partnership's Certificate of Limited Partnership is attached hereto as Exhibit 2.

8. Silver Diner Limited Partnership only operated the first three Silver Diner locations that opened, which were Rockville, Maryland (approximately February 1989), Laurel, Maryland (approximately September 1990), and Potomac Mills, Virginia (approximately October 1991).

9. On or about April 21, 1994, Silver Diner, Inc. was incorporated in Delaware under the name Food Trends Acquisition Corporation ("FTAC") and has maintained its principal place of business at 12276 Rockville Pike, Rockville, MD 20852. Since its incorporation, I have served as the President and Chief Executive Officer of Silver Diner, Inc.

10. In approximately June 1996, Silver Diner, Inc. acquired all of the limited partner interests in Silver Diner Limited Partnership.

11. In approximately 2000, Silver Diner Development, Inc. opened a Silver Diner restaurant location in Virginia Beach, Beach ("Silver Diner Virginia Beach"). Specifically, Silver Diner Virginia Beach was located at 4401 Virginia Beach Blvd, Virginia Beach, VA 23462. Silver Diner Development, Inc. continued to operate Silver Diner Virginia Beach until approximately 2012, when Silver Diner Development, Inc. permanently closed this location.

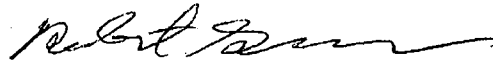
12. At no point in time did Silver Diner Limited Partnership ever own, operate, or otherwise manage Silver Diner Virginia Beach.

13. On or about July 24, 2014, Silver Diner Development, Inc. filed Articles of Conversion with the Virginia State Corporation Commission, which converted Silver Diner Development, Inc. to Silver Diner Development, LLC ("SDDL"). As outlined in the "Plan of Entity Conversion", Silver Diner, Inc. was the sole shareholder of Silver Diner Development, Inc. and pursuant to the conversion, Silver Diner, Inc. became the lone member of Silver Diner

Development, LLC. A true and accurate copy of Silver Diner Development, Inc.'s Articles of Entity Conversion are attached hereto as Exhibit 3.

14. At the time of its conversation, Silver Diner Development, Inc.'s principal place of business was 12276 Rockville Pike, Rockville, MD 20852, and since its conversation, Silver Diner Development, LLC's principal place of business has been 12276 Rockville Pike, Rockville, MD 20852.


I solemnly affirm under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.



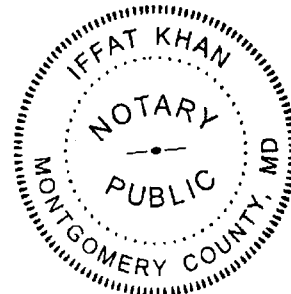
Robert T. Giaimo

City/County of Montgomery ✓
~~Commonwealth of Virginia~~ State of Maryland

The foregoing instrument was acknowledged before me
this 28th day of Feb, 20 22 by Robert T. Giaimo.


Notary Public's Signature

Notary registration number: NA
My commission expires: 6/1/2022



Form 10-K/A Silver Diner Inc /de/

10-K/A [Amend] - Annual report [Section 13 and 15(d), not S-K Item 405]

SEC.report (<https://sec.report/>) / SILVER DINER INC /DE/ (/CIK/0000923134) / Form 10-K/A (/Document/0000928385-02-002383/) / (Filer)


Published: 2002-06-24 17:12:12 (2002-06-24T17:12:12-0400)

Submitted: 2002-06-24

Filing Agent: DONNELLEY FINANCIAL SOLUTIONS 09/FA (/CIK/0000928385)

Period Ending In: 2001-12-30

About Form 10-K/A (/Form/10-K/A)

d10ka.txt  (<https://sec.report/Document/0000928385-02-002383/d10ka.txt>) AMENDMENT #1 TO FORM 10-K

FILED
U.S. FEDERAL CIRCUIT COURT

2022 MAR -1 PM 1: 29

TINA E. SINNEN, CLERK

BY 

Form: 10-K/A

1

Filename: d10ka.txt

AMENDMENT #1 TO FORM 10-K

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 10-K/A

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES AND EXCHANGE ACT OF 1934

For the fiscal year ended December 30, 2001
Commission file number 0-24982

Silver Diner, Inc.
(Exact name of the registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation or organization)

04-3234411
(I.R.S. employer identification no.)

11806 Rockville Pike
Rockville, Maryland 20852
301-770-0333
(Address and telephone number of the registrant's principal executive offices)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class -----	Name of each exchange on which registered -----
None	None

Securities registered pursuant to Section 12(g) of the Act:

Common Stock, \$.00074 Par Value

Indicated by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 Regulation S-K is not contained herein, and will not be contained, to the best of the registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

At March 13, 2002, the registrant had 11,777,045 shares of common stock (the "Common Stock") outstanding, and the aggregate market value of the Common Stock held by non-affiliates of the registrant was approximately \$1,885,865. The aggregate market value was determined based on the closing price of the Common Stock on the OTC Bulletin Board ("OTCBB") on March 13, 2002.

1

PART I

Item 1. Business.

General

Silver Diner, Inc. (the "Company" or "Silver Diner") was incorporated in Delaware in April 1994 under the name Food Trends Acquisition Corporation ("FTAC"). In March 1996, a subsidiary of the Company merged with Silver Diner Development, Inc., a Virginia corporation ("SDDI"), which was formed in and operated Silver Diner restaurants since 1987. Silver Diner Limited Partnership ("SDLP"), of which SDDI was the general partner, operated the first three Silver Diner restaurants. In June 1996, the Company acquired all of the limited partner interests in SDLP for a purchase price of \$2.472 million and 84,000 warrants to

purchase shares of the Common Stock at \$8.00 per share. Unless the context otherwise requires, references to the Company or Silver Diner also include FTAC, SDDI and their wholly owned subsidiaries.

The Company's executive offices are located at 11806 Rockville Pike, Rockville, Maryland 20852 and its telephone number is (301) 770-0333. The Company's Common Stock presently trades on The OTC Bulletin Board ("OTCBB") under the symbol "SLVR" (See Item 5).

Business

The Company currently operates ten Silver Diner restaurants in the Washington Metropolitan Area, one in Cherry Hill, New Jersey, and one in Virginia Beach, Virginia, serving breakfast, lunch, dinner and late night meals. The Company targets the growing number of customers tired of traditional fast food whose need for a quick, high-quality, reasonably priced meal is not being adequately served by existing family or casual theme restaurants; the Company capitalizes on the timeless diner theme to uniquely address this need. By attracting a broad range of customer segments, and maintaining extended operating hours, a diverse menu and convenient locations, the Company is able to compete effectively in the fast food, family and casual dining segments of the restaurant industry, contributing to the significant sales volumes of its units. The Company also offers Silver Diner To Go, which features a range of carry out/delivery options targeting the growing "home meal replacement" market.

The restaurants typically are open for business from 7:00 a.m. to midnight on weekdays and from 7:00 a.m. to 3:00 a.m. on weekends. The Silver Diner menu strategy is to serve generous portions of made-from-scratch cooking at prices competitive with traditional family dining restaurants. The average check per customer is approximately \$8.50 and the average dining time is approximately 45 minutes. For the last fiscal year the Silver Diner restaurants, in operation for the full year, had sales ranging from \$1.7 million to \$4.3 million with average unit sales of \$2.5 million and an average of 222 seats. Management attributes the sales volumes of its units to its ability to attract a broad range of customer segments, extended operating hours, diverse menu and convenient locations. Management believes it has established a strong company mission and culture by emphasizing a sense of ownership and entrepreneurship in its employees and by providing frequent training, recognition and development of its operations management team.

Diners have been indigenous to the United States for more than 100 years. Since opening the first Silver Diner restaurant in 1989, the Company has capitalized on the diner restaurant theme to uniquely address the customers' need of where to go for quick, high quality meals at reasonable prices. Key elements that differentiate Silver Diner restaurants from other restaurants include:

Broad and diverse menu combining "traditional diner" items with contemporary regional specialties - The menu includes a broad range of made-from-scratch meal choices featuring traditional home-style diner fare and all-day breakfast, as well as more contemporary "heart healthy" selections and regional specialty items. Each Silver Diner restaurant bakes most of its pies and cakes on the premises and features a carryout section offering its full menu.

Classic, readily recognizable diner exterior, in combination with a comfortable diner interior decor and atmosphere - The visually striking exterior of the Silver Diner restaurants is both familiar and distinctive, combining polished stainless steel, glass block and neon lighting traditional to old-style diners with more

2

contemporary tile, accent colors and a 25-foot clock tower. Similarly, the Silver Diner restaurants' interior combines traditional diner motifs such as a counter area with seating, booths and tabletop old style jukeboxes with a contemporary open kitchen and ambient dining room lighting. The result of these contrasting elements produces a high energy, fun, nostalgic atmosphere that is also comfortable.

Extended operating hours with four meal periods - Silver Diner's breadth of entree selection, its beer and wine service and night time ambiance allow it to generate close to 50% of its business at dinner and late night, the most profitable meal periods. Additionally, the Silver Diner's extended hours and diverse menu affords it two extra meal periods - breakfast and late night. Together, these four meal periods provide the Silver Diner the opportunity to

generate significantly greater customer counts per facility than traditional two- or three-meal period full-service restaurants.

Rapid meal service resulting in a table turnover rate significantly above industry averages for full service restaurants - Silver Diner's menu, food preparation techniques and kitchen engineering account for its rapid meal service. The Silver Diner's physical plant and kitchen layout allow it to serve the majority of meals in approximately 10 minutes, providing quick turnover and further improving productivity. The Silver Diner employs a food preparation and storage process that incorporates a type of "sous vide" production technique enabling it to efficiently make a wide range of scratch-cooking recipes with reduced labor hours, kitchen preparation and raw ingredient storage area. As a result, Silver Diner restaurants are able to achieve high quality, consistency and excellent productivity despite the broad menu.

Generous portions and moderate prices with entrees from \$6.99 and up - Management believes the Silver Diner delivers outstanding value by providing generous portions of fresh, high quality food at affordable prices. Appetizers start at \$4.99, entrees range from \$6.99 to \$12.99, and full meals are available at moderate prices including a 10% senior citizen discount and "blue plate specials."

3

Restaurants. The following sets forth certain information regarding the Company's existing restaurants.

<TABLE>

Operating Locations -----	Date Opened -----	Approximate Square Feet -----	Approximate Number of Seats -----
Rockville, Maryland	February 1989	5,500	256
Laurel, Maryland	September 1990	4,680	153

Potomac Mills, Virginia	October 1991	4,675	164
Fair Oaks, Virginia	April 1995	5,675	240
Tysons Corner, Virginia	December 1995	5,675	240
Clarendon, Virginia	December 1996	5,675	240
Merrifield, Virginia	February 1997	5,675	240
Springfield, Virginia	April 1997	5,675	240
Reston, Virginia	June 1997	5,675	240
Cherry Hill, New Jersey	November 1997	5,675	240
Virginia Beach, Virginia	June 2000	4,950	184
Gaithersburg, Maryland	September 2000	4,200	152

</TABLE>

The Company leases its corporate offices at 11806 Rockville Pike, Rockville, Maryland, which is the location of the original Silver Diner restaurant. All operating units except the Reston, Virginia location are leased.

Management's near-term focus is to continue to improve operations in the existing restaurants, to maximize the cash flow generation of the business and to refine opportunities for future growth. The Company believes the greater Washington area can support twelve to fifteen Silver Diner restaurants. Under the right circumstances, the Company may resume its penetration of this market in order to take advantage of increased name recognition and economies of scale in advertising, management and overhead. Management believes that there are other major metropolitan areas in the Mid-Atlantic region that can support a similar concentration of Silver Diner restaurants and may, in the future, pursue expansion in these markets in a manner similar to the greater Washington area. Expansion into any markets outside of the Mid-Atlantic region may include area joint ventures or franchises. There is no assurance that the Company's expansion plans will be realized or that future Silver Diner restaurants will be favorably

received.

Marketing. Management focuses on providing its customers with superior food quality, service and perceived value in a distinctive atmosphere and has relied primarily on its eye-catching appearance, customer satisfaction and word of mouth to obtain repeat customers as well as to attract new clientele. Since 1998, the Company has focused its marketing efforts on direct marketing, which allows the Company to target customers and create a relationship in the neighborhoods surrounding each restaurant. The Company's penetration in its core Washington Metro market has generated economies of scale.

4

Menu. The Silver Diner menu includes a broad range of dining alternatives featuring traditional diner fare, including soups, sandwiches, hamburgers, "blue plate specials" as well as more contemporary "heart healthy" items, salads, grilled chicken, seafood, pasta and regional specialties. Silver Diner's full breakfast menu, including omelets, pancakes and waffles, is available throughout the day and night. The menu includes numerous entrees that rotate on a seasonal basis, as well as signature homemade pies and cakes baked on premises. High-quality ingredients are used for all menu items, including Silver Diner's own unique gravies, sauces and dressings. Silver Diner's recipes are prepared for the way management believes people eat today with an emphasis on fresh ingredients, low salt and cholesterol-free oil. In addition, Silver Diner's "heart healthy" menu features several low-fat popular items formulated to exceed USDA "heart healthy" dietary guidelines. Silver Diner restaurants also serve beer and wine in all locations except Cherry Hill, New Jersey, and non-alcoholic specialty beverages.

Purchasing. The Company purchases items on a centralized basis and negotiates directly with suppliers for food and beverage products to ensure consistent quality and freshness of products as well as to obtain competitive prices. Food and supplies are shipped directly to the Silver Diner restaurants. Upon delivery, a kitchen manager or supervisor inspects all food and beverage products for quality and freshness. The Company does not maintain a central product warehouse or commissary. The Company's food and supplies are available from a wide number of suppliers. Therefore, Silver Diner is not dependent on any

particular source of supplies.

Customer Satisfaction/Quality Control. The Company has a variety of programs to measure its customer satisfaction, including comment cards, exit interviews, and frequent visits by supervisory management. Through the use of these techniques, senior management receives valuable feedback from customers and through prompt action, demonstrates a continued interest in meeting customer needs and desires. In addition, Silver Diner staff performs a variety of quality checks and are authorized to not serve any products that do not meet Silver Diner's quality standards.

Competition

The restaurant industry is intensely competitive with respect to price, service, location and food quality. The Company competes with fast food and family style restaurants with ready to cook food and take-out. Silver Diner restaurants are located in areas of high concentration of such restaurants. There are many well-established food service competitors with substantially greater financial and other resources than the Company and with substantially longer operating histories. These competitors will compete with the Company in obtaining premium locations for restaurants (e.g., shopping malls and strip shopping centers) and in attracting and retaining employees. In addition, national food service chains or other companies could introduce a multi-unit chain of food service establishments that use one or more of the concepts that resemble those of the Company.

The restaurant industry is also affected by changes in consumer tastes and eating patterns of the general public; national, regional or local economic conditions; demographic trends; traffic patterns; as well as the type, number and location of competitors. In addition, factors such as inflation, increased food, labor and benefit costs and a lack of experienced management and hourly employees may adversely affect the restaurant industry in general and the Company in particular. In addition, the poor performance of the Company's stock has hindered the ability to attract and retain qualified employees.

The Company believes that its distinctive diner concept, attractive price-value relationship and quality of food and service enable it to differentiate itself from its competitors. While the Company believes that its restaurants are distinctive in design and operating concept, it is aware of

restaurants that operate with similar concepts. The Company believes that its ability to compete effectively will continue to depend upon its ability to offer high-quality, moderately priced food in a full-service distinctive dining environment.

5

Employees

As of December 30, 2001, the Company had 894 employees, of whom 12 are corporate personnel, 51 are restaurant management personnel (including managers-in-training), and the remainder are hourly restaurant personnel. None of the Company's employees are covered by a collective bargaining agreement. The Company considers its employee relations to be good.

The management staff of a typical Silver Diner restaurant consists of one Operating Partner (general manager) and four assistant managers, including a kitchen manager and a service manager. Each Silver Diner restaurant also employs approximately 75 associates on a part-time and full-time basis.

Restaurant Personnel. The Company has established a strong company mission focusing on culture and values and emphasizing a sense of ownership and entrepreneurship that empowers its people to achieve professional and personal excellence. Management believes that its people are its most valuable asset and has a variety of programs to provide training, recognition and development of its management and associates to their full potential. Non-management employees' performance is tracked daily through productivity measurements that are established as an integral part of a system of frequent incentive awards.

Restaurant Operating Partner Program. To attract and retain talented management, the Company's compensation program is very competitive. Management believes that a key component for long-term success is for each restaurant to be led by a general manager who lives in the community and has a long-term commitment to that restaurant's success. Accordingly, management has established a Restaurant Operating Partner Program. Under the Program, the Operating Partner receives an annual salary and periodic, profit based, cash bonuses equal to a percentage of the restaurant's operating income. In addition, each operating

partner is required to purchase \$5,000 of Common Stock at market value and can potentially receive an annual award up to \$5,000 and 3,000 shares of Common Stock, dependent upon achievement of performance criteria as established and evaluated by the Board of Directors. This program is a successor to previous Operating Partner plans. The stock awards under these plans are awarded at the discretion of the Company's Board of Directors.

Selection, Training and Supervision. Management has developed specific profiles and protocols used to interview and select its management and associate staff. Management personnel are required to participate in a sixty-day training program emphasizing the Company's operating procedures as well as management development programs. Each associate also participates in a standardized training program ranging from two to eight days (depending on position), which utilizes testing results to ensure all associates achieve a specified standard of performance.

Government Regulations

The Company is subject to numerous federal, state and local laws affecting health, sanitation and safety standards as well as to state and local licensing regulation of the sale of alcoholic beverages. The Company has appropriate licenses from regulatory authorities allowing it to sell beer, wine and liquor (except in Cherry Hill, New Jersey where the Company does not sell alcohol), and has food service licenses from local health authorities. The Company's licenses to sell alcoholic beverages must be renewed annually and may be suspended or revoked at any time for cause, including violation by the Company or its employees of any law or regulation pertaining to alcoholic beverage control, such as those regulating the minimum age of patrons or employees, advertising, wholesale purchasing and inventory control. The Company's failure to obtain or retain liquor or food service licenses could have a material adverse effect on its operation. To reduce this risk, each restaurant is operated with procedures in accordance with complete compliance with applicable code and regulations. There can be no assurance, however, that such approvals and licenses for new restaurants will be obtained and, if obtained, will be renewed or not revoked.

The Company is subject in certain states to "dram-shop" statutes, which generally provide a person injured by an intoxicated person the right to recover damages from an establishment that wrongfully served alcoholic beverages to the intoxicated person. The Company carries liquor liability coverage as part of its existing comprehensive general liability insurance. The Company has never been named as a defendant in a lawsuit involving "dram-shop" statutes.

The development and construction of additional restaurants will be subject to compliance with applicable zoning, land use and environmental regulations. The Company's operations are also subject to federal and state minimum wage laws governing such matters as working conditions, overtime and tip credits and other employee matters.

Management believes it is in compliance with all current applicable regulations relating to restaurant accommodations for the disabled including the Federal Americans With Disabilities Act of 1992.

Trademarks

Management believes that its trademarks and servicemarks are valuable to the marketing of its restaurants and that it has substantial rights in such trademarks and servicemarks for the Silver Diner name, based upon the Company's actual usage and constructive usage derived from its U.S. trademark. The Company intends to aggressively protect its marks from infringement and competing claims. However, there can be no assurance that the Company's marks, even as, and if, registered do not or will not violate the proprietary rights of others, that the marks will be upheld if challenged, or that the Company will not be prevented from using the marks, any of which could have a material adverse effect on the Company. Management's policy is to pursue registration of its marks whenever possible and to oppose vigorously any infringements of its marks, the success of which cannot be assured.

Executive Officers of the Company

The name, age, period of service and position held of each of the executive officers of the Company are as follows:

<TABLE>

Name	Age	Served Since/(1)/	Position(s) Held

Robert T. Giaimo	50	1987	Chairman of the Board, President and Chief Executive Officer
Ype Hengst	51	1987	Director, Vice President, Executive Chef and Corporate Secretary
Patrick Meskell	49	1996	Executive Vice President, Operations

(1) Includes service with SDDI.

All of the officers have had the principal occupation indicated under "Position(s) Held" for the previous five years except that prior to May 2001 Mr. Meskell was Senior Vice President, Human Resources.

Item 2. Property.

On November 16, 2001, the Company entered into a lease termination agreement to close its diner in Towson, Maryland. The Company incurred \$295,726 of expense in connection with terminating its lease and closing the diner. These expenses were offset by a write-off of \$186,986 of deferred rent related to the Towson diner, resulting in a net expense of \$108,740. The cash expenditures related to the closing of the diner were \$254,673. Additional information concerning the registrant's property is set forth under "Restaurants" in Item 1 of Part I.

Item 3. Legal Proceedings.

There are no pending matters that should have a material adverse effect on the Company.

Item 4. Submission of Matters to a Vote of Security-Holders.

Not Applicable.

PART II

Item 5. Market for Registrant's Common Equity and Related Stockholder Matters

Market Information. Since May 7, 2001 the Company's Common Stock has been quoted on the OTC Bulletin Board under the symbol SLVR. From March 27, 1996 to May 6, 2001 the Common Stock was listed on The NASDAQ Stock Market under the symbol SLVR. The following table sets forth the high and low closing prices for the Common Stock for the periods indicated:

	Quarter -----	High ----	Low ---
2000	First	\$1.125	\$0.84
	Second	\$1.06	\$0.78
	Third	\$1.38	\$0.84
	Fourth	\$1.03	\$0.75
2001	First	\$0.94	\$0.44
	Second	\$0.59	\$0.20
	Third	\$0.44	\$0.15
	Fourth	\$0.35	\$0.15

Dividends. Since the Company's inception, no dividends have been paid on the Common Stock. There are, however, no restrictions on the Company's current or future ability to pay dividends.

Holders. As of December 30, 2001, there were 962 record holders of the Common Stock.

Item 6. Selected Financial Data

<TABLE>

	Fiscal Years Ended			
	December 30, 2001	December 31, 2000	January 2, 2000	January 3, 1999
Statement of Operations Data:				
Net sales	\$ 31,833,252	\$ 31,559,535	\$ 29,157,366	\$ 28,561,422
Total restaurant costs and expenses	\$ 30,245,859	31,916,201	26,733,538	27,008,263
Restaurant operating income (loss)	1,587,393	(356,666)	2,423,828	1,553,159
General and administrative expenses	2,873,327	3,379,958	3,133,073	2,921,299
Depreciation and amortization	334,653	362,724	339,725	267,171
Write off of abandoned site costs	267,448	102,012	-	32,455
Operating Loss	(1,888,035)	(4,201,360)	(1,048,970)	(1,667,766)
Net proceeds from fire insurance	114,098	-	-	-
Interest expense	(191,155)	(85,963)	(23,826)	(40,639)
Investment income, net	65,641	91,759	100,917	151,967
Loss before cumulative effect of a change in accounting principle	(1,899,451)	(4,195,564)	(971,879)	(1,556,438)

Cumulative effect of a change in accounting principle	-	-	-	(326,868)
	-----	-----	-----	-----
NET LOSS	\$ (1,899,451)	\$ (4,195,564)	\$ (971,879)	\$ (1,883,306)
	=====	=====	=====	=====
Basic and diluted net loss per common share before cumulative effect of a change in accounting principle	(0.16)	(0.36)	(0.08)	(0.13)
Cumulative effect of a change in accounting principle	-	-	-	(0.03)
	-----	-----	-----	-----
Net loss per common share	\$ (0.16)	\$ (0.36)	\$ (0.08)	\$ (0.16)
	=====	=====	=====	=====
Weighted average common shares outstanding	11,705,187	11,611,915	11,586,512	11,591,822
	=====	=====	=====	=====

As of (i)

	-----	-----	-----	-----
	December 30, 2001	December 31, 2000	January 2, 2000	January 3, 1999
	-----	-----	-----	-----
Balance Sheet Data:				
Working capital (deficiency)	\$ (230,593)	\$ (893,151)	\$ 460,049	\$ 625,043
Total assets	17,470,382	18,206,382	20,594,533	21,638,497
Current liabilities	2,302,811	2,402,834	2,024,801	2,227,222
Long-term liabilities	3,708,308	2,591,586	1,295,338	1,173,280
Stockholders' equity	11,459,263	13,211,962	17,274,394	18,237,995

Fiscal Years Ended

December 28, 1997

Statement of Operations Data:

Net sales	\$ 24,259,156
Total restaurant costs and expenses	22,999,566
Restaurant operating income (loss)	1,259,590
General and administrative expenses	3,065,436
Depreciation and amortization	263,484
Write off of abandoned site costs	172,618
Operating Loss	(2,241,948)
Net proceeds from fire insurance	-
Interest expense	(10,702)
Investment income, net	294,231
Loss before cumulative effect of a change in accounting principle	(1,958,419)
Cumulative effect of a change in accounting principle	-
NET LOSS	\$ (1,958,419)

=====

Basic and diluted net loss per common share before cumulative effect of a change in accounting principle	(0.17)
--	--------

Cumulative effect of a change in accounting principle	-
--	---

Net loss per common share	\$ (0.17)
---------------------------	-----------

Weighted average common shares outstanding	11,609,400
--	------------

December 28, 1997

Balance Sheet Data:

Working capital (deficiency)	\$ 1,332,141
Total assets	23,646,765
Current liabilities	2,207,891
Long-term liabilities	1,317,667
Stockholders' equity	20,121,207

</TABLE>

(i) Selected financial data as of and for the years ended December 30, 2001, December 31, 2000 and January 2, 2000 were obtained from the Company's audited financial statements. Selected financial data as of and for the years ended January 3, 1999 and December 28, 1997 were obtained from the Company's financial statements audited by another accounting firm whose opinion was unqualified.

Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations. Forward Looking Disclosure

Certain information included herein contains statements that are forward-looking, such as statements relating to plans for future expansion and other business development activities as well as operating costs, capital spending, financial sources and the effects of competition. Such forward-looking information is subject to changes and variations which are not reasonably predictable and which could significantly affect future results. Accordingly, such results may differ from those expressed in any forward-looking statements made by or on behalf of the Company. These changes and variations which could significantly affect future results include, but are not limited to, development and construction activities, including delays in opening new diners, acceptance of the Silver Diner concept, increased competition in the restaurant industry, weather conditions, the quality of the Company's restaurant operations, the adequacy of operating and management controls, dependence on discretionary consumer spending, dependence on existing management, inflation and general economic conditions, and changes in federal or state laws or regulations.

General

The following discussion includes comments and data relating to the Company's financial condition and results of operations for the three-year period ended December 30, 2001. As of this date, the Company operates 12 diners, 10 in the Washington metropolitan area, one in Cherry Hill, New Jersey and one in Virginia Beach, Virginia. The Company is currently working to improve the performance of its existing units and is not expanding. If satisfactory results are achieved by the existing restaurants, the Company, may, under the appropriate circumstances, resume expansion. Future plans may include expanding the Silver Diner chain in the Mid-Atlantic region through opening Company-owned restaurants and possibly through the development of franchise or joint venture relationships. The following table reflects the change in number of restaurants over the three-year period.

Restaurants	1999	2000	2001
-----	----	----	----
In operation, beginning of year	11	11	13

Newly opened	0	2	0
Closed	0	0	1
	-----	-----	-----
In operation, end of year	11	13	12
	-----	-----	-----

The Company has a 52 or 53-week fiscal year that ends on the Sunday nearest December 31. Fiscal quarters consist of accounting periods of 16, 12, 12 and 12 or 13 weeks, respectively. Fiscal years 2001, 2000 and 1999 consisted of 52 weeks and ended on December 30, 2001, December 31, 2000 and January 2, 2000, respectively.

10

Results Of Operations

The following table sets forth the percentage relationship to net sales of items included in the consolidated statements of operations for the periods indicated:

<TABLE>

	Fiscal Years Ended		
	December 30, 2001	December 31, 2000	January 2, 2000
Net Sales	100.0%	100.0%	100.0%
Restaurant costs and expenses:			
Cost of Sales	27.5%	26.7%	26.1%
Labor	35.5%	34.7%	33.8%
Operating	16.6%	18.7%	18.0%
Occupancy	11.2%	9.6%	9.8%
Depreciation and amortization	3.9%	4.1%	4.0%

Preopening expenses	0.0%	1.0%	0.0%
Impairment of long-lived assets	0.0%	6.3%	0.0%
Loss on diner closing	0.3%	0.0%	0.0%
	-----	-----	-----
Restaurant Operating Income (Loss)	5.0%	-1.1%	8.3%
General and administrative expenses	9.0%	10.7%	10.8%
Depreciation and amortization	1.1%	1.2%	1.2%
Write-off of abandoned site costs	0.8%	0.3%	0.0%
	-----	-----	-----
Operating Loss	-5.9%	-13.3%	-3.7%
Proceeds from Fire Insurance Claim	0.4%	0.0%	0.0%
Interest Expense	-0.6%	-0.3%	-0.1%
Investment Income	0.2%	0.3%	0.4%
	-----	-----	-----
Net Loss	-5.9%	-13.3%	-3.4%
	=====	=====	=====

</TABLE>

Year Ended December 30, 2001 Compared to the Year Ended December 31, 2000

Net sales for the fiscal year ended December 30, 2001 ("Fiscal 2001") of \$31,833,252 increased \$273,717 or .9% compared to the fiscal year ended December 31, 2000. ("Fiscal 2000"). Full year of operations during fiscal 2001 in Virginia Beach, Virginia and Gaithersburg, Maryland ("New Stores") resulted in an increase of \$1,531,161 while same store sales (sales for Silver Diner restaurants open throughout both periods being compared, excluding the initial six months of operations during which sales are typically higher than normal) decreased \$1,257,444 or 4.3% compared to Fiscal 2000. Sales for the twelve weeks ended December 30, 2001 (Fourth Quarter 2001) showed increased same store sales

of \$84,160, or 1.3% while new store sales declined \$272,133 or 23.2%.

Cost of sales, consisting of food and beverage costs, increased from 26.7% of net sales in Fiscal 2000 to 27.4% of net sales in Fiscal 2001. The increase of 0.7% was attributable to higher food costs as well as an increasing emphasis on value oriented menu offerings.

Labor, which consists of restaurant management and hourly employee wages and bonuses, payroll taxes, workers' compensation insurance, group health insurance and other benefits increased 0.8% to 35.5% of net sales for Fiscal 2001. The increase of \$360,262 was due, in part, to higher hourly labor costs. Labor for same stores decreased 0.6%, or \$63,604, offset by new store labor increases of \$423,866.

Operating expenses, which consist of all restaurant operating costs other than cost of sales, labor, occupancy and depreciation, including supplies, utilities, repairs and maintenance and advertising decreased 2.1% to 16.6% of net sales for Fiscal 2001, compared to 18.7% for Fiscal 2000. A decrease of \$450,000 in promotion and marketing expenses as well a reduction of \$185,000 in administrative costs accounted for a substantial portion of the change.

Occupancy, which is composed primarily of rent, property taxes and property insurance, increased \$514,096 for Fiscal 2001 compared to Fiscal 2000. As a percentage of net sales occupancy expenses increased 1.5% in Fiscal 2001 to 11.2% compared to 9.7% in Fiscal 2000. The majority of the dollar increase, or \$279,000 was attributable to the New Stores full year of operations. In addition, higher property insurance premiums and common area maintenance costs contributed to higher occupancy expenses in Fiscal 2001.

Restaurant depreciation and amortization decreased \$50,837 to \$1,253,409 for Fiscal 2001. Depreciation and amortization expense for same stores decreased approximately \$158,000, a result of the Company write-down, in Fiscal 2000, of the assets of two restaurants.

The Company periodically evaluates its asset base for potential impairment of long-lived assets, including goodwill, utilizing projections of undiscounted cashflows in order to determine the future recoverability of an asset or group of assets. In Fiscal 2000, the trends of operations of two restaurants indicated the undiscounted cashflows from their operations would be

less than the net book value of the assets of the two restaurants. As a result, during the fourth quarter of Fiscal 2000 the Company recorded an impairment loss of \$1,980,116. Management believes that it has taken all of the appropriate actions regarding the carrying value of its' assets and that no further material impairment exists at this time. The Company will adopt the provisions of SFAS No. 142 on December 31, 2001 and will complete its initial assessment of goodwill impairment by June 29, 2002. The impact of impairment, if any, will be recorded as a cumulative effect of a change in accounting principle during the first quarter of fiscal 2002.

On November 16, 2001, the Company entered into a lease termination agreement to close its diner in Towson, Maryland. The Company incurred \$295,726 of expense in connection with terminating its lease and closing the diner. These expenses were offset by a write-off of \$186,986 of deferred rent related to the Towson diner for a net expense of \$108,740. The Company had cash expenditures of \$254,673 related to the closing of the diner.

Preopening expenses of \$318,282 in Fiscal 2000 were principally labor costs (wages, taxes and benefits) incurred prior to opening the New Stores. There were no pre-opening expenses in Fiscal 2001.

12

General and administrative expenses include the cost of corporate administrative personnel and functions, multi-unit management and restaurant management recruitment and initial training. Such expenses were \$2,873,327 for Fiscal 2001, a decrease of \$506,631. As a percentage of net sales, the Company's administrative overhead decreased 1.7% to 9.0% in Fiscal 2001 from 10.7% in Fiscal 2000. This was primarily due to a decrease in investor relations expenses, professional fees and travel costs.

Abandoned site costs were \$267,448 in Fiscal 2001. The decision to abandon plans to construct a diner in the Pentagon Row site in Arlington Virginia led to Fiscal 2001 expenses of \$267,448 for the lease termination and other fees. Legal, architectural and design costs of \$102,012 for Pentagon Row were written off in Fiscal 2000.

The Company earned \$65,641 in investment income for Fiscal 2001, compared to investment income of \$91,759 for Fiscal 2000. The decrease is primarily a result of reduced levels of cash available for investment as well as lower yields. Interest expense was \$191,155 for Fiscal 2001 and \$85,963 for Fiscal 2000. The increase in interest expense was attributable to the increase in funds borrowed under the Company's line of credit.

Net loss for Fiscal 2001 was \$1,899,451 or \$0.16 per share, compared to a net loss of \$4,195,564 or \$0.36 per share in Fiscal 2000. Excluding the impact of the charge for impairment of long-lived assets, the net loss for fiscal year 2000 was \$2,215,448 or \$0.19 per share. Weighted average shares outstanding remained essentially unchanged in 2001 versus 2000. Management expects that the Company will continue to incur losses, but at reduced levels due to reductions in administrative expenses, until revenues and operating efficiencies are sufficient to absorb the general and administrative expenses associated with developing and running the company.

Year Ended December 31, 2000 Compared to the Year Ended January 2, 2000

Net sales for the fiscal year ended December 31, 2000 ("Fiscal 2000") of \$31,559,535 increased \$2,402,169 or 8.2% compared to the fiscal year ended January 2, 2000 ("Fiscal 1999"). Substantially all of the increased sales were attributable to new unit openings in Virginia Beach, Virginia and Gaithersburg, Maryland.

Comparable Company sales (sales for Silver Diner restaurants open throughout both periods being compared, excluding the initial six months of operations during which sales are typically higher than normal) were flat compared to Fiscal 1999. Same store customer counts were down 5.2%, while check averages increased 5.8%. The Company also had a 6.5% decrease in take-out sales further eroding the gains achieved in the average check. The Company believes the reversal of nine consecutive quarters of same store sales increases was primarily caused by three factors. First, the more contemporary menu implemented in April 2000 did not meet the expectations of our customers; second, the price action taken at the time of the new menu implementation met some consumer resistance and lastly, the marketing activities employed in 2000 were not adequate to move the business above the record levels achieved in Fiscal 1999.

Cost of sales, consisting primarily of food and beverage costs,

increased from 26.1% of net sales in Fiscal 1999 to 26.7% of net sales in Fiscal 2000. The increase of 0.6% was attributable to increased costs in the existing stores and higher costs in the New Stores related to slightly different menu offerings as well as the initial cost escalation normally associated with the new unit openings.

Labor, which consists of restaurant management and hourly employee wages and bonuses, payroll taxes, workers' compensation insurance, group health insurance and other benefits increased 0.9% to 34.7% of net sales for Fiscal 2000. The increase was largely due to the overstaffing of New Stores during the first several periods of operation.

Operating expenses, which consist of all restaurant operating costs other than cost of sales, labor, occupancy and depreciation, including supplies, utilities, repairs and maintenance and advertising increased 0.7% to 18.7% of net sales for Fiscal 2000, compared to 18.0% for Fiscal 1999. Increased supply, utility, maintenance costs, credit card fees and advertising expenses accounted for the majority of the increase. The New Stores had only a minimal impact on these expenses.

Occupancy, which is composed primarily of rent, property taxes and property insurance, increased \$175,369 for Fiscal 2000 compared to Fiscal 1999. As a percentage of net sales occupancy expenses decreased 0.2%

13

in Fiscal 2000 to 9.6% compared to 9.8% in Fiscal 1999. Nearly all of the dollar increase was attributable to the New Stores and was offset by a \$59,311 rent refund, relating to a partial taking of the parking lot under the right of eminent domain at the Springfield location. The company does not anticipate a significant negative impact on sales as a result of the partial taking of the parking lot.

Restaurant depreciation and amortization increased \$131,849 to \$1,304,246 for Fiscal 2000. Approximately two thirds of the increase was a result of depreciation associated with the addition of the New Stores. The remainder of the increase was a product of upgrading the existing asset base.

General and administrative expenses include the cost of corporate administrative personnel and functions, multi-unit management and restaurant management recruitment and initial training. Such expenses were \$3,379,958 for Fiscal 2000, an increase of \$246,885, or 7.9%, compared to Fiscal 1999. The dollar increase in expenses was largely due to the recruitment and hiring of a vice president of operations coupled with a re-alignment of field management personnel and the recruitment, hiring and training of store management personnel for the New Stores. As a percentage of net sales, general and administrative expenses remained flat at 10.7% for Fiscal 2000. The Company's administrative overhead as a percentage of net sales remains above the industry average primarily due to the cost of the corporate management team required to support the Company's growth plans, which have been slower than anticipated.

Preopening expenses of \$318,282 were principally labor costs (wages, taxes and benefits) incurred prior to opening the New Stores.

The Company periodically evaluates its' asset base for potential impairment of long-lived assets, including goodwill, utilizing projections of undiscounted cashflows in order to determine the future recoverability of an asset or group of assets. Based on that evaluation, the trends of operations of two restaurants indicated the undiscounted cashflows from their operations would be less than the net book value of the assets of the two restaurants. As a result, during the fourth quarter of Fiscal 2000 the Company recorded an impairment loss of \$1,980,116. Management believes that it has taken all of the appropriate actions regarding the carrying value of its' assets and that no further material impairment exists at this time.

The \$102,012 write off of abandoned site costs is related to legal, architectural and design costs for the Pentagon Row site in Arlington, Virginia which the Company decided not to construct.

The Company earned \$91,759 in investment income for Fiscal 2000, compared to investment income of \$100,917 for Fiscal 1999. The decrease is primarily a result of reduced levels of cash available for investment, stemming from the construction of the New Stores. Interest expense was \$85,963 for Fiscal 2000 and \$23,826 for Fiscal 1999. The increase in interest expense was attributable to the increase in funds utilized under the Company's line of credit.

Net loss for Fiscal 2000 was \$4,195,564 or \$0.36 per share, compared to a loss of \$971,879 or \$0.08 per share in Fiscal 1999. Excluding the impact of the charge for impairment of long-lived assets, the net loss for Fiscal 2000 was \$2,215,448 or \$0.19 per share. Weighted average shares outstanding remained essentially unchanged in 2000 versus 1999. Management expects that the Company will continue to incur losses until such time as revenue generation from increased market penetration operating efficiencies are sufficient to absorb the general and administrative infrastructure costs currently in place.

14

Recent Accounting Pronouncement

The Financial Accounting Standards Board has issued Statement of Financial Accounting Standards ("SFAS") No. 142 "Goodwill and Other Intangible Assets" which requires that upon adoption, amortization of goodwill will cease, and instead, the carrying value of goodwill will be evaluated for impairment on an annual basis. Identifiable intangible assets will continue to be amortized over their useful lives and reviewed for impairment in accordance with SFAS 121 "Accounting for the Impairment of Long-Lived Assets and for Long-Lived Assets to be Disposed Of". SFAS 142 is effective for fiscal years beginning after December 15, 2001. As of the date of adoption, the Company expects to have unamortized goodwill in the amount of \$1.7 million, which will be subject to the transition provisions of SFAS 142. Amortization expense related to goodwill was \$185,000 for the fiscal year ended December 30, 2001. The Company will adopt the provisions of SFAS No. 142 on December 31, 2001, and will complete its initial assessment of goodwill impairment by June 29, 2002. The impact of impairment, if any is determined during such an assessment, will be recorded as a cumulative effect of a change in accounting principle during the first quarter of fiscal 2002.

Liquidity and Capital Resources

The Silver Diner's operations are subject to significant external influences beyond its control. Any one, or any combination of such factors, could materially impact the actual results of the Diner's operations. Those factors include, but are not limited to: (I) changes in general economic

conditions, (II) changes in consumer spending habits (III) changes in the availability and cost of raw materials, (IV) changes in the availability of capital resources, (V) changes in the prevailing interest rates, (VI) changes in the competitive environment and (VII) changes in Federal or State laws.

At December 30, 2001, the Company's cash and cash equivalents were \$1,839,091, an increase of \$1,293,860 over Fiscal 2000 as a result of additional borrowings on available credit facilities. The Company's working capital deficit was \$230,593 compared to a deficit of \$893,151 at December 31, 2000, an improvement of \$662,558 during 2001 as a result of additional borrowings. Additionally, the Company's long-term debt was \$2,557,317 and stockholders' equity was \$11,459,263 at December 30, 2001.

Based on the Company's current operating plan, the Company believes that the cash generated from operating activities, coupled with borrowings on its line of credit facility and additional cost reductions, where necessary, will be sufficient to meet the anticipated needs for working capital, capital expenditures and non-cancelable lease obligations for at least the next 12 months. Thereafter, if cash generated from operations is insufficient to satisfy the Company's liquidity needs, the Company may seek to obtain additional capacity on its line of credit, sell convertible debt securities, subject to consent being received from the Company's bank, or sell additional equity securities. However, no assurances can be given that any such addition financing sources will be available on acceptable terms or at all.

The Company closed its diner in Towson, Maryland on November 18, 2001. Expenses related to termination of the lease and closure of the diner were \$295,726, offset by a write off of deferred rent of \$186,986, for a net expense of \$108,740. The cash expenditures related to the closing of the diner were \$254,673.

The Company has a loan agreement with its bank whereby the Company may borrow, through December 31, 2002 up to \$3,000,000. As of December 30, 2001, the Company has borrowed \$2,500,000 under the agreement. Terms of the loan agreement limit the Company's ability to incur new debt, which may restrict the Company's ability to expand and to finance working capital requirements. As defined in the loan agreement, the Company may draw additional funds only to the extent that its cash flow is equal to or greater than 1.3 times the debt service coverage requirements. The amount borrowed in 2000, \$1,000,000, was payable interest only

until December 1, 2001. Principal and interest are payable monthly beginning January 1, 2002 through December 1, 2007. The amount borrowed in 2001, \$1,500,000, is payable interest only until December 1, 2002. Principal and interest are payable monthly beginning January 1, 2003 through December 1, 2008. Annual principal payments are \$166,667 in 2002, \$416,667 in 2003 thru 2007 and \$250,000 in 2008.

Currently, the Company does not meet the debt service coverage requirements of the loan agreement. Future borrowings under the agreement may be dependent on the Company meeting the debt service coverage requirements at the time of the additional borrowing. However, the Company's failure to maintain the debt service

15

coverage ratio for any quarter including the quarter ended December 30, 2001, shall not be a default under the loan agreement, if, during the immediately succeeding quarter the Company achieves a material improvement in the debt service coverage ratio and demonstrates a reasonable prospect of achieving the debt service coverage ratio by the beginning of the next quarter.

Impact of Inflation

Management does not believe that inflation has materially affected the Company's operating results. Substantial increases in costs and expenses, particularly food, supplies, labor and operating expenses, could have a significant impact on the Company's operating results to the extent that such increases cannot be passed along to customers.

Item 7A. Quantitative and Qualitative Disclosures about Market Risk.

Not applicable.

16

Item 8. Financial Statements

<TABLE>

INDEPENDENT AUDITORS' REPORT	18
------------------------------	----

CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED BALANCE SHEETS AS OF DECEMBER 30, 2001 AND DECEMBER 31, 2000	19
--	----

CONSOLIDATED STATEMENTS OF OPERATIONS FOR THE FISCAL YEARS ENDED DECEMBER 30, 2001, DECEMBER 31, 2000 AND JANUARY 2, 2000	20
---	----

CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY FOR THE FISCAL YEARS ENDED DECEMBER 30, 2001, DECEMBER 31, 2000 AND JANUARY 2, 2000	21
--	----

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE FISCAL YEARS ENDED DECEMBER 30, 2001, DECEMBER 31, 2000 AND JANUARY 2, 2000	22
---	----

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS	23
--	----

</TABLE>

INDEPENDENT AUDITORS' REPORT

To the Board of Directors
Silver Diner, Inc.

We have audited the accompanying consolidated balance sheets of Silver Diner, Inc. and Subsidiary (the "Company") as of December 30, 2001 and December 31, 2000, and the related consolidated statements of operations, changes in stockholders' equity, and cash flows for fiscal years ended December 30, 2001, December 31, 2000 and January 2, 2000. The consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Silver Diner, Inc. and Subsidiary as of December 30, 2001 and December 31, 2000, and the results of their operations and their cash flows for the fiscal years ended December 30, 2001, December 31, 2000 and January 2, 2000, in conformity with accounting principles generally accepted in the United States of America.

/s/Reznick Fedder & Silverman
Bethesda, Maryland
February 28, 2002

Silver Diner, Inc. and Subsidiary

CONSOLIDATED BALANCE SHEETS

December 30, 2001 and December 31, 2000

<TABLE>

	2001	2000
	-----	-----
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 1,839,091	\$ 545,231
Accounts receivable - landlords	-	559,311
Inventory	99,846	178,332
Incentive rebates	53,296	70,664
Prepaid expenses and other current assets	79,985	156,145
	-----	-----
Total current assets	2,072,218	1,509,683
Property, equipment and improvements, net	13,241,787	14,219,713
Due from related parties	40,000	60,000
Goodwill, net	1,745,599	1,930,093
Deferred charges and other, net	370,778	486,893
	-----	-----
Total assets	\$ 17,470,382	\$ 18,206,382
	=====	=====
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable and accrued expenses	\$ 2,118,345	\$ 2,385,034
Notes payable, current portion	184,466	17,800

Total current liabilities	2,302,811	2,402,834
Long term liabilities:		
Deferred rent liability	1,150,991	1,349,803
Notes payable, net of current portion	2,557,317	1,241,783
Total liabilities	6,011,119	4,994,420
Commitments and contingencies	-	-
Stockholders' equity:		
Preferred stock, \$.001 par value, 1,000,000 shares authorized, none issued	-	-
Common stock, \$.00074 par value, 20,000,000 shares authorized; at December 30, 2001, 11,761,004 shares issued and outstanding; at December 31, 2000, 11,627,836 shares issued and outstanding;	8,687	8,589
Additional paid-in capital	30,797,207	30,699,460
Treasury stock (138,702 and 183,702 shares of common stock at cost)	(72,913)	(121,820)
Accumulated deficit	(19,273,718)	(17,374,267)
Total stockholders' equity	11,459,263	13,211,962
Total liabilities and stockholders' equity	\$ 17,470,382	\$ 18,206,382

</TABLE>

The accompanying notes are an integral part of these financial statements

<TABLE>

	Fiscal Years Ended		
	December 30, 2001	December 31, 2000	January 2, 2000
Net sales	\$ 31,833,252	\$ 31,559,535	\$ 29,157,366
Restaurant costs and expenses			
Cost of sales	8,738,148	8,422,103	7,609,271
Labor	11,296,483	10,936,221	9,850,921
Operating	5,292,679	5,912,929	5,234,014
Occupancy	3,556,400	3,042,304	2,866,935
Depreciation and amortization	1,253,409	1,304,246	1,172,397
Preopening expenses	-	318,282	-
Impairment of long-lived assets	-	1,980,116	-
Loss from diner closing	108,740	-	-
Total restaurant costs and expenses	30,245,859	31,916,201	26,733,538
Restaurant operating income (loss)	1,587,393	(356,666)	2,423,828
General and administrative expenses	2,873,327	3,379,958	3,133,073
Depreciation and Amortization	334,653	362,724	339,725
Write off of abandoned site costs	267,448	102,012	-
Operating Loss	(1,888,035)	(4,201,360)	(1,048,970)
Other income (expense)			
Net proceeds from fire insurance	114,098	-	-
Interest expense	(191,155)	(85,963)	(23,826)
Investment income, net	65,641	91,759	100,917

NET LOSS	\$ (1,899,451)	\$ (4,195,564)	\$ (971,879)
	=====	=====	=====
Basic and diluted loss per common share	\$ (0.16)	\$ (0.36)	\$ (0.08)
	=====	=====	=====
Weighted average common shares	11,705,187	11,611,915	11,586,512
	-----	-----	-----

</TABLE>

20

Silver Diner Inc. and Subsidiaries

CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

Fiscal years ended December 30, 2001, December 31, 2000 and January 2, 2000

<TABLE>

	Common Stock		Treasury Stock		Additional
	Shares	Amount	Shares	Cost	Paid-in Capital
	-----	-----	-----	-----	-----
Balance at January 3, 1999	11,585,510	\$ 8,558	-	\$ -	\$ 30,436,261
Issuance of common stock	15,050	11	-	-	10,878
Common stock purchased	(7,869)	(6)	-	-	(9,994)
Purchase of treasury stock	-	-	(165,802)	(101,239)	-
Stock options issued	-	-	-	-	31,015
Cancellation of outstanding options	-	-	-	-	(24,604)
Amortization of unearned compensation	-	-	-	-	102,217
Net loss	-	-	-	-	-
	-----	-----	-----	-----	-----
Balance at January 2, 2000	11,592,691	8,563	(165,802)	(101,239)	30,545,773

Issuance of common stock	27,744	21	-	-	22,048
Stock options exercised	7,401	5	-	-	(3)
Purchase of treasury stock	-	-	(72,900)	(76,581)	-
Issuance of treasury stock	-	-	55,000	56,000	(28,500)
Stock options issued	-	-	-	-	11,969
Cancellation of outstanding options	-	-	-	-	(22,344)
Amortization of unearned compensation	-	-	-	-	170,517
Net loss	-	-	-	-	-
	-----	-----	-----	-----	-----
Balance at December 31, 2000	11,627,836	8,589	(183,702)	(121,820)	30,699,460
Issuance of common stock	117,815	87	-	-	16,672
Stock options exercised	15,353	11	-	-	36
Issuance of treasury stock	-	-	45,000	48,907	(26,407)
Cancellation of outstanding options	-	-	-	-	(29,118)
Amortization of unearned compensation	-	-	-	-	136,564
Net loss	-	-	-	-	-
	-----	-----	-----	-----	-----
Balance at December 30, 2001	11,761,004	\$ 8,687	(138,702)	\$ (72,913)	\$ 30,797,207
	=====	=====	=====	=====	=====

	Accumulated Deficit	Total
	-----	-----
Balance at January 3, 1999	\$ (12,206,824)	\$ 18,237,995
Issuance of common stock	-	10,889
Common stock purchased	-	(10,000)
Purchase of treasury stock	-	(101,239)
Stock options issued	-	31,015
Cancellation of outstanding options	-	(24,604)
Amortization of unearned compensation	-	102,217
Net loss	(971,879)	(971,879)
	-----	-----

Balance at January 2, 2000	(13,178,703)	17,274,394
Issuance of common stock	-	22,069
Stock options exercised	-	2
Purchase of treasury stock	-	(76,581)
Issuance of treasury stock	-	27,500
Stock options issued	-	11,969
Cancellation of outstanding options	-	(22,344)
Amortization of unearned compensation	-	170,517
Net loss	(4,195,564)	(4,195,564)
	-----	-----
Balance at December 31, 2000	(17,374,267)	13,211,962
Issuance of common stock	-	16,759
Stock options exercised	-	47
Issuance of treasury stock	-	22,500
Cancellation of outstanding options	-	(29,118)
Amortization of unearned compensation	-	136,564
Net loss	(1,899,451)	(1,899,451)
	-----	-----
Balance at December 30, 2001	\$(19,273,718)	\$ 11,459,263
	=====	=====

</TABLE>

The accompanying notes are an integral part of these financial statements

Silver Diner, Inc. and Subsidiary

CONSOLIDATED STATEMENTS OF CASH FLOWS

<TABLE>

Fiscal years ended

	December 30, 2001	December 31, 2000	January 2, 2000
	-----	-----	-----
Cash flows from operating activities			
Net loss	\$ (1,899,451)	\$ (4,195,564)	\$ (971,879)
Adjustments to reconcile net loss to net cash provided by (used in) operations			
Depreciation and amortization	1,588,062	1,666,970	1,512,122
Impairment of long-lived assets	-	1,980,116	-
Loss on diner closing	108,740	-	-
Development and abandoned site costs	-	102,012	-
Compensation expense - stock options and deferred compensation	107,493	160,142	108,627
Changes in operating assets and liabilities			
Accounts receivable- landlords	559,311	(559,311)	-
Inventory	78,486	(43,634)	4,341
Prepaid rent	-	158,447	24,349
Incentive rebates	17,368	38,264	(47,518)
Prepaid expenses and other current assets	76,160	(9,575)	(35,904)
Deferred charges and other	(179,610)	(48,056)	(25,683)
Accounts payable and accrued expenses	(266,689)	627,227	(204,377)
Deferred rent liability	(11,827)	54,471	122,058
Due from related parties	20,000	39,851	15,777
	-----	-----	-----
Net cash (used in) provided by operating activities	198,043	(28,640)	501,913
	-----	-----	-----
Cash flows from investing activities			
Purchases of property and equipment	(425,642)	(2,327,904)	(792,156)
Maturities of short term investments	-	813,452	750,000
Purchase of short term investments	-	-	(816,855)
	-----	-----	-----
Net cash used in investing activities	(425,642)	(1,514,452)	(859,011)
	-----	-----	-----
Cash flows from financing activities			
Proceeds from issuance of common stock	16,759	22,066	10,889

Purchase of common stock	-	-	(10,000)
Purchase of treasury stock	-	(76,581)	(101,239)
Proceeds from issuance of treasury stock	22,500	27,500	-
Proceeds from long-term debt	1,500,000	1,000,000	-
Payment of long-term debt	(17,800)	(7,417)	-
	-----	-----	-----
Net cash provided by (used in) financing activities	1,521,459	965,568	(100,350)
	-----	-----	-----
Net increase (decrease) in cash and cash equivalents	1,293,860	(577,524)	(457,448)
Cash and cash equivalents at beginning of the period	545,231	1,122,755	1,611,757
	-----	-----	-----
Cash and cash equivalents at end of the period	\$ 1,839,091	\$ 545,231	\$ 1,154,309
	=====	=====	=====
Supplemental disclosure of cash flow information:			
Interest paid	\$ 186,659	\$ 80,141	\$ 37,492
	=====	=====	=====

</TABLE>

The accompanying notes are an integral part of these financial statements

22

Silver Diner, Inc. and Subsidiary

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 30, 2001, December 31, 2000 and January 2, 2000

1. Organization

Silver Diner, Inc. (the "Company") and its subsidiary develop and operate the Silver Diner restaurant chain. At December 30, 2001, the Company owned

and operated 10 diners in the Washington metropolitan area, one in Cherry Hill, New Jersey and one in Virginia Beach, Virginia.

2. Summary Of Significant Accounting Policies

Basis of Presentation and Consolidation

The consolidated financial statements include the accounts and operations of the Company and its subsidiary, Silver Diner Development, Inc. (SDDI). All significant intercompany balances and transactions have been eliminated in consolidation.

Fiscal Year

The Company operates on a 52- or 53-week fiscal year that ends on the Sunday nearest December 31. The fiscal quarters for the Company consist of accounting periods of 16, 12, 12, and 12 or 13 weeks, respectively. Fiscal years 2001, 2000 and 1999 consisted of 52 weeks and ended on December 30, 2001, December 31, 2000 and January 2, 2000, respectively.

Cash and Cash Equivalents

The Company considers all highly liquid short-term investments with maturity of three months or less, when acquired, to be cash equivalents. Cash and cash equivalents are stated at cost which approximates fair value.

Inventory

Inventory consists of food and supplies and is stated at the lower of cost (first-in, first-out) or market value.

Property, Equipment and Improvements

Property, equipment and improvements are recorded at cost. Buildings and leasehold improvements are depreciated over the shorter of the estimated useful lives of the assets or the respective anticipated lease period including renewal options, ranging from 20 to 35 years, with a provision for salvage value for the Rockville building. Furniture and equipment are depreciated over the estimated useful lives of the related assets, ranging

from two to ten years. Depreciation is computed using the straight-line method.

Deferred Lease Costs

Deferred lease costs represent brokerage commissions, legal fees and zoning-related costs primarily related to leases on the land upon which the Company constructed its restaurants and are amortized on a straight-line basis over the life of the respective lease agreement.

23

Silver Diner, Inc. and Subsidiary

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-CONTINUED

December 30, 2001, December 31, 2000 and January 2, 2000

2. Summary Of Significant Accounting Policies (Continued)

Pre-opening Costs

In accordance with Statement of Position (SOP) No. 98-5, "Reporting on the Cost of Start-Up Activities," costs associated with start-up activities, such as opening a new facility, are expensed as incurred.

Goodwill

Cost in excess of fair value of net assets acquired related to the acquisition of the minority interest in SDLP is amortized on a straight-line basis over 15 years.

The Financial Accounting Standards Board has issued Statement of Financial Accounting Standards ("SFAS") No. 142 "Goodwill and Other Intangible Assets" which requires that upon adoption, amortization of goodwill will cease, and instead, the carrying value of goodwill will be evaluated for

impairment on an annual basis. Identifiable intangible assets will continue to be amortized over their useful lives and reviewed for impairment in accordance with SFAS 121 "Accounting for the Impairment of Long-Lived Assets and for Long-Lived Assets to be Disposed Of". SFAS 142 is effective for fiscal years beginning after December 15, 2001. As of the date of adoption, the Company expects to have unamortized goodwill in the amount of \$1.7 million, which will be subject to the transition provisions of SFAS 142. Amortization expense related to goodwill was \$185,000 for the fiscal year ended December 30, 2001. The Company will adopt the provisions of SFAS No. 142 on December 31, 2001. The Company will complete its initial assessment of goodwill impairment by June 29, 2002. The impact of impairment, if any is determined during such an assessment, will be recorded as a cumulative effect of a change in accounting principle during the first quarter of fiscal 2002.

Deferred Finance Costs

Deferred finance costs consist primarily of legal expenses incurred in connection with the credit facility are amortized over the term of the loan agreement using the straight-line method. Amortization expense for fiscal years 2001, 2000 and 1999 was \$25,260, \$13,948 and \$-0-, respectively.

Deferred Rent

Deferred rent is recorded and amortized to the extent the total minimum rental payments allocated to the current period on a straight-line basis exceed or are less than the cash payments required.

Income Taxes

The provision for income taxes is based on earnings reported in the financial statements. Deferred income taxes are provided for temporary differences between financial assets and liabilities and those reported for income tax purposes.

Silver Diner, Inc. and Subsidiary

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-CONTINUED

December 30, 2001, December 31, 2000 and January 2, 2000

2. Summary Of Significant Accounting Policies (Continued)

Net Loss Per Common Share

Net loss per common share is computed based upon the weighted average number of common shares outstanding during the period. The Company implemented Statement of Financial Accounting Standards (SFAS) No. 128, which requires presentation of basic and diluted earnings per share amounts and a reconciliation of the respective calculations. The Company incurred a net loss for the fiscal years ended December 30, 2001, December 31, 2000 and January 2, 2000; therefore, all potential common shares are antidilutive and are not included in the calculation of diluted net loss per share. At December 30, 2001, December 31, 2000 and January 2, 2000, there were, respectively, 177,888, 206,151 and 80,713 restricted shares of common stock outstanding, issued pursuant to the Restaurant Operating Partner Program.

Evaluation of Long-Lived Assets

In accordance with Statement of Financial Accounting Standards (SFAS) No. 121 "Accounting for the Impairment of Long-Lived Assets," the Company evaluates the potential impairment of long-lived assets, including goodwill, and property and equipment on a restaurant-by-restaurant basis, based upon projections of undiscounted cash flows whenever events or changes in circumstances indicate that the carrying amount of an asset may not be fully recoverable. At December 31, 2000 based on that evaluation, the trends of operations of two restaurants indicated the undiscounted cash flows from their operations would be less than the carrying value of the long-lived assets of the two restaurants. As a result, during the fourth quarter of 2000, the carrying values were written down to the Company's estimates of fair value and an impairment charge of \$1,980,116 related to the two restaurants was recorded. Fair value was estimated utilizing the

best information available using estimates, judgments and projections. During fiscal years 2001, 2000 and 1999, the Company wrote off equipment with a net book value of \$30,065, \$52,126 and \$41,400, respectively, which is included in depreciation and amortization within the statement of operations. The write-off resulted from the elimination of the operational usefulness for certain equipment and the identification of obsolete or no-longer-in-service equipment. Management believes no additional material impairment of these assets exists at December 30, 2001.

Abandoned Site Costs

Abandoned site costs includes deferred site costs including legal, design and development costs for potential restaurant sites the Company is no longer pursuing. On March 2, 2001, the Company executed a lease modification agreement in connection with the proposed Silver Diner at Pentagon Row. The agreement in part preserved the Company's interest in the location until September 7, 2001. On March 30, 2001, the Company exercised its option to terminate the lease agreement. During fiscal 2000, the Company recorded \$102,012 of abandoned site costs related to legal, architectural and design costs for the Pentagon Row site. During fiscal year 2001, abandoned site costs in connection with the lease termination agreement were \$267,448.

25

Silver Diner, Inc. and Subsidiary

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-CONTINUED

December 30, 2001, December 31, 2000 and January 2, 2000

2. Summary Of Significant Accounting Policies (Continued)

Diner Closing Costs

On November 16, 2001, the Company entered into a lease termination

agreement to close its diner in Towson, Maryland. The Company incurred \$295,726 of expense in connection with terminating its lease and closing the diner. These expenses were offset by a write-off of \$186,986 of deferred rent related to the Towson diner.

Stock-Based Compensation

Statement of Financial Accounting Standards (SFAS) No. 123, "Accounting for Stock-Based Compensation," requires expanded disclosures of stock-based compensation arrangements with employees and encourages (but does not require) compensation cost to be measured based on fair value of the equity instrument awarded (see Note 12). The Company has chosen to continue to account for employee stock-based compensation using the intrinsic value method prescribed in Accounting Principles Board Opinion No. 25, "Accounting for Stock Issued to Employees, and Related Interpretations." Accordingly, compensation costs for stock options is measured as the excess, if any of the quoted market price of the Company's stock at the date of the grant over the amount the employee must pay to acquire the stock.

Reclassification

Certain prior year balances have been reclassified to conform to the 2001 presentation.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

3. Proceeds from Fire Insurance

In March 2001, the Tysons Corner Silver Diner sustained property damage resulting from a fire. The Company received insurance proceeds to repair

the damaged property and was reimbursed for lost income, net of expenses, during the period the diner was closed for repairs, in the amount of \$114,098.

4. Acquisition of Minority Interest in Silver Diner Limited Partnership

On June 13, 1996, the Company purchased all of the limited partnership interests in Silver Diner Limited Partnership (SDLP) from the original investors for \$2,472,000 and 84,000 warrants (New Warrants) to purchase common stock at \$8.00 per share. The New Warrants were exercisable until the earlier of 30 days following a public offering of common stock or January 31, 1998. The acquisition was accounted for under the purchase method and the entire cost of the transaction, \$2.8 million, has been allocated to goodwill based on the Company's estimate that the fair value of the tangible assets acquired approximates book value. The goodwill is being amortized on a straight-line basis over 15 years. Amortization expense related to goodwill is \$185,000 in fiscal years 2001, 2000 and 1999.

26

Silver Diner, Inc. and Subsidiary

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-CONTINUED

December 30, 2001, December 31, 2000 and January 2, 2000

5. Property, Equipment and Improvements

The major components of property, equipment and improvements are as follows:

<TABLE>

December 30,
2001

December 31,
2000

	-----	-----
Land	\$ 1,737,655	\$ 1,737,655
Buildings and leasehold improvements	11,648,642	11,580,836
Furniture, fixtures and equipment	6,008,395	5,819,627
Deferred lease costs	883,337	883,680
	-----	-----
	20,278,029	20,021,798
Less accumulated depreciation and amortization	7,036,242	5,802,085
	-----	-----
	\$ 13,241,787	\$ 14,219,713
	=====	=====

</TABLE>

Depreciation expense was \$1,287,032, \$1,344,247 and \$1,269,055 for fiscal 2001, 2000 and 1999, respectively.

6. Accounts Payable and Accrued Expenses

Accounts payable and accrued expenses consist of the following:

	December 30, 2001	December 31, 2000
	-----	-----
Trade payables	\$ 1,235,364	\$ 1,561,715
Payroll and related taxes	671,121	612,595
Sales and use taxes	211,860	210,724
	-----	-----
	\$ 2,118,345	\$ 2,385,034
	=====	=====

7. Credit Facilities

Loan Agreement

In October 1999, the Company entered into a loan agreement with its lead bank to extend a \$3,000,000 credit facility bearing interest at the rate of prime + .50% (5.25% at December 30, 2001). The agreement was amended in May 2000 and a replacement agreement was executed. During 2000, the Company

borrowed \$1,000,000 to finance development and construction of new restaurants. During 2001, the Company borrowed \$1,500,000 to finance working capital requirements. The \$1,000,000 credit facility is payable in monthly interest-only installments through December 2001 and in principal and interest installments thereafter through December 2007. The \$1,500,000 credit facility is payable in monthly interest-only installments through December 2002 and in principal and interest installments thereafter through December 2008. The credit facility is collateralized by equipment and inventory of the Company. For the fiscal years ended December 30, 2001 and December 31, 2001, the Company incurred \$173,574 and \$61,945, respectively, in interest expense related to the credit facility

27

Silver Diner, Inc. and Subsidiary

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-CONTINUED

December 30, 2001, December 31, 2000 and January 2, 2000

7. Credit Facilities (Continued)

Loan Agreement (Continued)

The Company may only draw additional funds to the extent it continues to remain in compliance with the facility's debt service coverage requirements. As of December 30, 2001, the Company is not in compliance with the debt service coverage requirements. However, the Company's failure to maintain the debt service coverage ratio for any quarter including the quarter ended December 30, 2001, shall not be a default under the loan agreement, if, during the immediately succeeding quarter, the Company achieves a material improvement in the debt service coverage ratio and demonstrates a reasonable prospect of achieving the debt service coverage ratio by the beginning of the next quarter.

Note Payable

In June 1997, the Company entered into a note agreement in the amount of \$267,000 with a bank to purchase a parcel of land from the Company's president. The principal balance of the note, originally due in June 1999, was extended through June 2000. In July 2000, the note was extended through June 2003. Interest was paid monthly at an annual rate of 9.25% through July 2000. In August 2000, the Company began paying principal in the amount of \$1,483 monthly plus interest at the prime rate (4.75% at December 30, 2001). The note is collateralized by the land purchased. The Company incurred \$17,581, \$24,018 and \$23,826 in interest expense for fiscal 2001, 2000 and 1999, respectively.

Aggregate maturities of credit facilities for the five years following December 30, 2001 are as follows:

Fiscal years		
2002	\$	184,466
2003		640,650
2004		416,667
2005		416,667
2006		416,667

8. Notes Receivable

During 1997, the Company entered into note agreements totaling \$132,000 with an outside party, which owns and maintains the jukeboxes in four Silver Diner units. The Company receives principal and interest payments on these notes on a monthly basis. The outstanding balance, classified as deferred charges and other, was \$80,251 and \$87,355 at December 30, 2001 and December 31, 2000. Principal payments are based on the amount of monthly cash flow generated by the jukeboxes, net of interest calculated at a rate of 9% annually. For fiscal years 2001, 2000 and 1999, the Company has received \$7,104, \$10,544 and \$15,830 in principal payments, respectively, and \$7,128, \$8,802 and \$11,587 in interest income, respectively.

Silver Diner, Inc. and Subsidiary

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-CONTINUED

December 30, 2001, December 31, 2000 and January 2, 2000

9. Related Party Transactions

Silver Diner Potomac Mills, Inc.

The Company leases the diner at Potomac Mills pursuant to two lease agreements with Silver Diner Potomac Mills, Inc., a corporation wholly-owned by the president of the Company. The leases expire October 14, 2011 and include annual CPI adjustments to base rent and percentage rent based on gross receipts. The amount of property leased was reduced in 1997 by the land purchase described in Note 7. For the fiscal years ended December 30, 2001, December 31, 2000 and January 2, 2000, occupancy costs include \$515,050, \$356,000 and \$360,000, respectively, in rent and related pass-through costs associated with the leases.

Construction and Real Estate Consulting and Management Services

The Company has from time to time entered into contracts with a Director of the Company and certain affiliates of the Director to provide construction, real estate consulting and real estate management services to the Company. During fiscal years ended December 30, 2001 and December 31, 2000 the Company incurred costs of \$193,191 and \$1,050,648, respectively, for the construction of the Virginia Beach and Lakeforest Mall locations and for renovation of existing diners. During fiscal years 2001 and 2000, \$0 and \$5,400, was paid, respectively, for real estate consulting services. In addition, the Company paid an affiliate of the Director, which manages the real estate operations for the Merrifield Silver Diner, \$210,259 and \$189,359, during fiscal 2001 and 2000, respectively, in rent and real estate taxes.

Keyman Life Insurance

The Company is paying premiums for life insurance policies owned by two officers. Expenses of \$99,976, \$85,362 and \$84,596 for 2001, 2000 and 1999, respectively consists of premiums paid less the cash surrender value of the policies.

Due from Related Parties

In connection with a 1998 employment continuity agreement, the Company made a \$100,000 loan to an officer of the Company. The note, collateralized by the Company's common stock owned by the officer, bears interest at 5.25%. The loan and accrued interest is to be repaid by the officer through the application of annual bonuses in the amount of \$20,000, plus accrued interest, by the officer over a five-year period. The balance due at December 30, 2001 and December 31, 2000 was \$40,000 and \$60,000, respectively.

10. Commitments and Contingencies

Operating Leases

The Company leases restaurant land and buildings under noncancelable operating leases with terms expiring at dates through 2017. Certain of these leases are with related parties (see Note 9). These leases include minimum lease payments, reimbursable operating costs and real estate taxes. Also, certain of these leases contain renewal options for a maximum of 20 years beyond the original term, have provisions for additional rent based on sales at the individual locations and annual increases based on the consumer price index. The leases provide for certain rent holidays and escalations in payments over the lease terms. The effect of the holidays and escala-

December 30, 2001, December 31, 2000 and January 2, 2000

10. Commitments and Contingencies (Continued)

Operating Leases (Continued)

tions has been reflected in rent expense on a straight-line basis over the initial lease terms. The excess of expense over cash payments has been reflected in the consolidated financial statements as deferred rent.

Future minimum annual lease payments as of December 30, 2001 are:

2002	\$	2,476,087
2003		2,529,132
2004		2,567,868
2005		2,670,315
2006		2,544,989
Thereafter		10,427,143

Rent expense under the leases for fiscal years 2001, 2000 and 1999 was approximately \$2,701,000, \$2,382,000 and \$2,296,000, respectively.

Employment Continuity Agreements

SDDI has entered into employment continuity agreements with certain executives. The agreements are for one to five years in length and provide for minimum salary levels, as adjusted for minimum percentage increases and include incentive bonuses based on specified management goals. The aggregate minimum commitment for future salaries, excluding bonuses, as of December 30, 2001 is approximately \$1,080,000.

11. Income Taxes

At December 30, 2001, the Company has a net operating loss carryforward of approximately \$9,059,000 for income tax purposes that expires in 2009 through 2021, which may be used to reduce future income tax expense and tax liabilities. Deferred income taxes reflect the net tax effects of temporary differences between the carrying amounts of assets and liabilities for

financial reporting purposes and the amounts reported for income tax purposes.

Significant components of the Company's deferred tax assets and liabilities are as follows:

	December 30, 2001	December 31, 2000
	-----	-----
Net operating loss carryforwards	\$ 3,602,485	\$ 3,399,479
Book over (under) tax depreciation/ Amortization	223,207	88,011
Deferred rent	457,718	536,501
	-----	-----
Deferred tax assets	4,283,410	4,023,991
Less: valuation allowance	(4,283,410)	(4,023,991)
	-----	-----
Net deferred tax asset	\$ -	\$ -
	=====	=====

30

Silver Diner, Inc. and Subsidiary

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-CONTINUED

December 30, 2001, December 31, 2000 and January 2, 2000

11. Income Taxes (Continued)

As a result of the Company's history of cumulative losses, a valuation allowance equal to the calculated deferred tax benefit has been recorded at December 30, 2001 and December 31, 2000, respectively.

12. Stock Compensation Plans

The Company has the following stock-based compensation plans:

1996 Employee Stock Purchase Plan

The 1996 Employee Stock Purchase Plan was adopted in September 1996 by the Company's Board of Directors and approved by shareholders in June 1997, and continues in effect for a term of 10 years. The Company is authorized to issue 300,000 shares under the plan to employees who customarily work at least 20 hours per week and more than five months in a calendar year, and who have been continuously employed by the Company for six months. Under the terms of the plan, employees can choose each quarter to have up to 10 percent of their base earnings (not to exceed \$21,250 annually) withheld to purchase the Company's common stock. The purchase price of the stock is 85% of the lower of its beginning-of-quarter or end-of-quarter market price. The Company implemented the plan in August 1998. During fiscal 2001, 2000 and 1999, 38,279 shares, 27,744 shares and 15,050 shares, respectively, were issued under the plan.

1996 Stock Option Plan

The 1996 Stock Option Plan was adopted by the Company's Board of Directors in September 1996 and approved by the shareholders in June 1997, and continues in effect for 10 years. The plan provides for incentive stock options and nonqualified stock options. Options may be granted to any director, officer, key employee or outside consultant of the Company. Terms of the options are set by the Company's Board of Directors and range from five to ten years, with the ability to accelerate vesting upon the Company achieving certain performance measurements, as predetermined by the Board. The Company has reserved 1,750,000 shares of common stock for issuance under the plan. A total of 141,500, 163,000 and 600,400 options were granted under this plan during fiscal 2001, 2000 and 1999, respectively. A total of 264,800 options are outstanding under the plan at December 30, 2001.

Restaurant Operating Partners and Restaurant Management Team Programs

The Restaurant Operating Partner and Restaurant Management Team Programs were adopted by the Company's Board of Directors in December 1996 and implemented in fiscal year 1997. The programs provide for general managers

(Operating Partners) and the store manager team (Store Managers) of each of the Company's restaurants to share in the profits of their restaurant and to participate as equity owners of the Company.

To participate in the program, employees who became Operating Partners prior to January 4, 1999 were required to make an initial investment in discounted Company common stock, which may not be sold or otherwise transferred by the Operating Partner for a period of five years from the date of purchase. Should the

31

Silver Diner, Inc. and Subsidiary

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-CONTINUED

December 30, 2001, December 31, 2000 and January 2, 2000

12. Stock Compensation Plans (Continued)

Restaurant Operating Partners and Restaurant Management Team Programs
(Continued)

Operating Partner's employment terminate for any reason other than death or disability, the company has the right to repurchase the stock from the Operating Partner for the amount of his or her investment. Employees who become Operating Partners between January 4, 1999 and December 31, 2001 are required to purchase 8,000 shares of Company common stock at market value and could potentially receive an annual award up to 10,000 shares of common stock, dependent upon achievement of performance criteria as established and evaluated by the Board. During 2001, the Board elected to pay \$60,500 in cash awards in lieu of stock to certain operating partners.

On December 13, 2001, the Board amended the program such that employees who become Operating Partners beginning January 1, 2002 and thereafter are required to purchase 5,000 shares of Company common stock at market value

and can potentially receive an annual award of a \$5,000 contribution into a new 401(k) program and 3,000 shares of common stock, dependent upon achievement of performance criteria as established and evaluated by the Board. The 401(k) program will be established effective January 1, 2003. The first contribution to the 401 (k) program will consist of cash awards otherwise payable as of December 30, 2002.

The plan also provided for annual restricted commons stock awards to Store Managers. In 1999, the Company determined that no future stock awards would be made to Store Managers subsequent to the January 1, 1999 stock award issuances.

For employees who became Operating Partners prior to January 4, 1999, stock awarded at the end of the first year generally vests after the fourth anniversary of the award date. For each year thereafter, stock awards generally vest after the third anniversary of the award date. For employees who became Operating Partners between January 4, 1999 and December 31, 2001, stock awarded at the end of the first year vests after the fifth anniversary of the award date, stock awarded at the end of the second year vests after the fourth anniversary of the award date, and stock awarded in each subsequent year vests after the third anniversary of each award date. For employees who became Operating Partners beginning January 1, 2002 and thereafter, stock awarded will vest in the same manner as the existing plan. However, for cash awards contributed into the 401(k) program, employees become fully vested after having performed five full years of service consisting of five full calendar years during which the employee works at least 1,000 hours starting with (i) the calendar year in which the plan is first established or (ii) if later, the calendar year in which the individual is first hired.

The stock awards under these plans are awarded at the discretion of the Company's Board of Directors. The Company has reserved 415,000 shares of common stock for issuance under the plan. No shares were issued under the plan during fiscal years 2001, 2000 and 1999.

Associate Ownership and Profit Sharing Plan--Year 2000

The Associate Ownership and Profit Sharing Plan for the Year 2000, which was adopted by the Company's Board of Directors in December 1999 for

implementation in fiscal year 2000 and amended in March 2001, provides for associates of each of the Company's restaurants to share in the profits of their restaurant and to participate as equity owners of the Company. All associates employed by the Company as of January 1, 2000

32

Silver Diner, Inc. and Subsidiary

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-CONTINUED

December 30, 2001, December 31, 2000 and January 2, 2000

12. Stock Compensation Plans (Continued)

Associate Ownership and Profit Sharing Plan--Year 2000 (Continued)

were eligible to receive 100 shares of common stock if still employed by the Company on January 1, 2001. In addition, associates were also eligible to receive shares of common stock from each store's profit pools based on the numbers of hours worked by each employee during fiscal year 2000, with associates working 749 hours or less receiving no profit sharing; associates working between 750 and 1,499 hours receiving a one-half portion and associates working 1,500 hours or more receiving a full profit sharing portion. The Company has reserved 100,000 shares of common stock for issuance under the plan. The Company issued 79,536 shares of common stock on April 23, 2001 to participating employees.

Associate Ownership and Profit Sharing Plan--Year 2001

The Associate Ownership and Profit Sharing Plan for the year 2001 was adopted by the Company's Board of Directors in December 2000 for implementation in fiscal year 2001. As amended in March 2001, it provided for associates of each of the Company's restaurants to share in the profits of their restaurant. Eligible associates would receive common stock from each store's profit pool based on the numbers of hours worked by each

associate during fiscal year 2001, with associates working 749 hours or less receiving no profit sharing; associates working between 750 and 1,499 hours receiving a one-half portion and associates working 1,500 hours or more receiving a full profit sharing portion. Each associate was required to be employed by the Company on the last business day of fiscal year 2001 in order to participate in the profit sharing.

Pursuant to resolutions adopted by the Company's Board of Directors on December 13, 2001, the Company will pay the participants in cash rather than in shares of common stock. As of December 30, 2001, \$37,700 has been accrued.

1996 Consultant Stock Option and Stock Purchase Plan

The 1996 Consultant Stock Option and Stock Purchase Plan was adopted by the Company's Board of Directors in September 1996, and continues in effect for a term of 10 years. The plan provides for the Company's consultants to purchase (i) options to purchase shares of common stock in the Company or (ii) shares of common stock in the Company, and apply a portion of the fees otherwise payable to them by the Company to pay the purchase price for such options or common stock. Options under the plan are granted with an exercise price at the fair market value of the common stock on the first day of each calendar quarter, and are exercisable at any time in whole or in part for a period of three years from date of grant and vest immediately. The Company records the transactions at the fair value of the options granted to the consultant, using the Black-Scholes option-pricing model. The Company has reserved 100,000 shares of common stock for issuance under the plan. During fiscal years 2001, 2000 and 1999, no options were issued to consultants under this plan. There are no options outstanding under the plan at December 30, 2001.

The 1996 Non-Employee Director Stock Option Plan

The 1996 Non-Employee Director Stock Option Plan was adopted by the Company's Board of Directors in September 1996 and approved by shareholders in June 1997, and continues in effect for 10 years. Under the plan, as originally adopted, each non-employee director was granted an option to purchase 1,000 shares of the Company's common stock at fair market value on the first day of each calendar quarter. The plan originally

Silver Diner, Inc. and Subsidiary

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-CONTINUED

December 30, 2001, December 31, 2000 and January 2, 2000

12. Stock Compensation Plans (Continued)

The 1996 Non-Employee Director Stock Option Plan (Continued)

provided that options granted under the plan would be exercisable at any time in whole or in part for a period of three years from date of grant, and would vest immediately. The plan was subsequently amended in 1999 to provide that each non-employee director shall be granted an option to purchase 4,000 shares of the Company's common stock at fair market value on the date of grant. The options are exercisable at any time in whole or in part commencing one year after the date of grant, and expire ten years after the date of grant. The Company has reserved 150,000 share of common stock for issuance under the plan. A total of 20,000, 20,000 and 27,000 options were granted under this plan during fiscal years 2001, 2000 and 1999, respectively. There are 5,000 options outstanding under the plan at December 30, 2001.

Second Amended and Restated 1991 Stock Option Plan

The Second Amended and Restated 1991 Stock Option Plan for directors, officers, key employees and consultants provides for incentive and non-qualified stock options. The options generally expire 10 years from the date of grant and are exercisable over the period stated in each option. The Board of Directors determines the option price (not to be less than fair market value for incentive options) at the date of grant. Options under the plan are exercisable in full if the Company executes a merger agreement or consolidates with another company, if more than 50% of the

Company's voting stock is acquired by another person or group in an other than capital stock transaction, or if Robert T. Giaimo ceases to President of the Company. The plan expired in 2001, but all remaining options will remain outstanding for the balance of their terms. At December 30, 2001, 193,276 options are outstanding and no options are available for future grants under the plan.

Second Amended and Restated Earned Ownership Plan

The Second Amended and Restated Earned Ownership Plan for key employees provides for non-qualified stock options. The options generally expire 10 years from the date of grant, have an option price of \$0.0003 and vest 20% at date of grant and 20% on each of the next four anniversaries following the grant date. Options under the plan are exercisable in full if the Company executes a merger agreement or consolidates with another company, if more than 50% of the Company's voting stock is acquired by another person or group in an other than capital stock transaction, or if Robert T. Giaimo ceases to be President of the Company. The plan has no fixed expiration date. At December 30, 2001, 34,271 options are outstanding and no options are available for future grants under the plan.

The Company applies APB Opinion No. 25 and related Interpretations in accounting for its plans. Compensation cost charged against income under the Company's plans was \$129,026, \$160,142 and \$108,627 for the fiscal years ended December 30, 2001, December 31, 2000 and January 2, 2000, respectively. Had compensation cost been determined in accordance with FASB Statement No. 123, the Company's net loss and net loss per share would have been the pro forma amounts indicated below:

Silver Diner, Inc. and Subsidiary

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-CONTINUED

December 30, 2001, December 31, 2000 and January 2, 2000

12. Stock Compensation Plans (Continued)

<TABLE>

	Fiscal years ended		
	December 30, 2001	December 31, 2001	January 2, 2000
Net loss:			
As reported	\$ (1,899,451)	\$ (4,195,564)	\$ (971,879)
Pro forma	\$ (2,139,290)	\$ (4,388,557)	\$ (1,164,133)
Net loss per common share:			
As reported	\$ (0.16)	\$ (0.36)	\$ (0.08)
Pro forma	\$ (0.18)	\$ (0.38)	\$ (0.10)

</TABLE>

Options granted during the fiscal year ended December 30, 2001 were issued pursuant to the 1996 Non-Employee Director Stock Option Plan and the 1996 Stock Option Plan. The fair value of each option grant under these plans is estimated on the date of grant using the Black-Scholes option-pricing model with the following weighted-average assumptions: dividend yield of 0.0% and expected volatility of 140.94%. In addition, in estimating the fair value of the options granted under the 1996 Non-Employee Director Stock Option Plan and the 1996 Stock Option Plan, the following weighted-average assumptions were used: risk free interest rate of 4.88% and an expected life of 10 years.

Options granted during the year ended December 31, 2000 were issued pursuant to the 1996 Non-Employee Director Stock Option Plan and the 1996 Stock Option Plan. The fair value of each option grant under these plans is estimated on the date of grant using the Black-Scholes option-pricing model with the following weighted-average assumption: dividend yield of 0.0% and expected volatility of 48.33%. In addition, in estimating the fair value of the options granted under the 1996 Non-Employee Director Stock Option Plan and the 1996 Stock Option Plan, the following weighted-average assumptions were used: risk free interest rate of 6% and an expected life ranging from

3 to 10 years.

Options granted during the year ended January 2, 2000 were issued pursuant to the 1996 Non-Employee Director Stock Option Plan and the 1996 Stock Option Plan. The fair value of each option grant under these plans is estimated on the date of grant using the Black-Scholes option-pricing model with the following weighted-average assumption: dividend yield of 0.0% and expected volatility of 46.48%. In addition, in estimating the fair value of the options granted under the 1996 Non-Employee Director Stock Option Plan and the 1996 Stock Option Plan, the following weighted-average assumptions were used: risk free interest rate of 6% and an expected life ranging from 3 to 10 years.

35

Silver Diner, Inc. and Subsidiary

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-CONTINUED

December 30, 2001, December 31, 2000 and January 2, 2000

12. Stock Compensation Plans (Continued)

A summary of the status of the Company's stock option plans as of December 30, 2001, December 31, 2000 and January 2, 2000 and changes during the years ended on these dates is:

<TABLE>

	2001		2000		1999	
	-----		-----		-----	
	Weighted-Average		Weighted-Average		Weighted-Average	
	Exercise		Exercise		Exercise	
	Shares	Price	Shares	Price	Shares	Price
	-----		-----		-----	
Shares reserved	2,279,721		2,419,334		2,426,735	

	=====		=====		=====	
Options outstanding,						
beginning of year	2,115,734	\$ 1.28	2,114,671	\$ 1.35	1,691,291	\$ 1.51
Granted	161,500	0.30	183,000	0.96	627,400	1.02
Exercised	(15,352)	0.0003	(7,403)	0.0003	-	-
Forfeited (1)	(1,712,361)	1.2241	(174,534)	1.31	(204,020)	1.63
	-----		-----	-----	-----	-----
					-	
Options outstanding,						
end of year	549,521	\$ 1.23	2,115,734	\$ 1.28	2,114,671	\$ 1.35
	=====	=====	=====	=====	=====	=====
Options exercisable at						
end of year	431,961		1,191,249		950,607	
Weighted-average fair						
value of options						
granted during the						
year		\$ 0.23		\$ 0.77		\$ 0.67

</TABLE>

(1) Individuals holding an aggregate of 1,273,012 options agreed to surrender their options in return for new options to be issued with an exercise price at fair market value on July 31, 2002.

Silver Diner, Inc. and Subsidiary

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-CONTINUED

December 30, 2001, December 31, 2000 and January 2, 2000

12. Stock Compensation Plans (Continued)

The following table summarizes information about stock options outstanding at December 30, 2001.

<TABLE>

Range of Exercise Prices	Options Outstanding			Options Exercisable	
	Number Outstanding at 12/30/2001	Weighted Average Remaining Contractual Life	Weighted- Average Exercise Price	Number Exercisable at 12/30/2001	Weighted- Average Exercise Price
Less than \$0.01	155,876	2.4 years	\$ 0.0003	155,876	\$ 0.0003
\$0.25 to \$1.25	269,800	8.0 years	.6669	152,240	0.8603
\$2.25 to \$3.60	8,335	1.3 years	3.60	8,335	3.60
\$4.05	115,510	3.78 years	4.05	115,510	4.05
<hr/>					
\$0.0003 to \$4.05	549,521	5.45 years	\$ 1.23	431,961	\$ 1.46
<hr/>					

</TABLE>

13. Employee Benefit Plan

The Company has a plan to provide retirement benefits under the provision of Section 401(k) of the Internal Revenue Code (the "Plan") for all employees who have completed one year of service and meet other criteria as described in the Plan Document. Benefits under the Plan are limited to the assets of the Plan. The Company may elect for any plan year to make a matching contribution of up to 100% of the employee's contribution, of the first 6% of the employee's compensation, as defined in the Plan Document. Employees may elect to contribute up to 15% of their eligible compensation on a pretax basis up to a prescribed maximum. During fiscal years 2001, 2000 and 1999, the Company made no contributions to the Plan.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS-CONTINUED

December 30, 2001, December 31, 2000 and January 2, 2000

14. Quarterly Results of Operations (Unaudited)

The following table summarized the consolidated quarterly results of operations for fiscal years 2001 and 2000:

Year Ended December 30, 2001

Quarters Ended:

<TABLE>

	April 22	July 15	October 7	December 30
	-----	-----	-----	-----
Net Sales	\$ 9,377,756	\$ 7,532,777	\$ 7,595,300	\$ 7,327,419
Operating loss	\$ (738,198)	\$ (728,705)	\$ (107,529)	\$ (313,603)
Net loss	\$ (778,046)	\$ (711,978)	\$ (73,770)	\$ (335,657)
Basic and diluted loss per common share	\$ (0.06)	\$ (0.06)	\$ (0.01)	\$ (0.03)
Weighted average Common shares outstanding	11,633,600	11,721,275	11,742,504	11,756,666

Year Ended December 31, 2000

Quarters Ended:

April 23	July 16	October 8	December 31
----------	---------	-----------	-------------

	-----	-----	-----	-----
Net Sales	\$ 8,840,179	\$ 7,522,294	\$ 7,681,668	\$ 7,515,394
Operating loss	\$ (770,237)	\$ (587,397)	\$ (461,817)	\$ (2,381,909)
Net loss	\$ (748,962)	\$ (581,701)	\$ (464,578)	2,400,323
Basic and diluted loss per common share	\$ (0.06)	\$ (0.05)	\$ (0.04)	\$ (0.21)
Weighted average Common shares outstanding	11,592,691	11,605,534	11,622,220	11,625,764

</TABLE>

38

Item 9. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure

NONE

PART III

Item 10. Directors and Executive Officers of the Company

The Directors, Executive Officers and key employees of the Company are as follows:

<TABLE>

NAME	AGE	DIRECTOR SINCE	POSITION
Robert T. Giaimo	50	1996	Chairman of the Board, President, Chief Executive Officer, and Treasurer
Catherine Britton	48	1996	Director

Michael Collier	47	1999	Director
Ype Von Hengst	51	1996	Director, Vice President, Executive Chef, and Secretary
Edward H. Kaplan	63	1996	Director
Louis P. Neeb	62	1996	Director
Charles M. Steiner	60	1996	Director

</TABLE>

ROBERT T. GIAIMO has been the Company's Chairman of the Board, President, Chief Executive Officer and Treasurer since March 1996. In 1987 Mr. Giaimo developed and popularized the Silver Diner concept with Ype Von Hengst after conducting a one-year national tour of diner-style restaurants. Mr. Giaimo has been the Co-Founder, Director, President, Chief Executive Officer and Treasurer of Silver Diner Development, Inc. since its inception in 1987. Mr. Giaimo was president, chief executive officer and director of Monolith Enterprises, Inc. ("Monolith") from 1971 to January 1987. From 1972 through 1976, Mr. Giaimo co-founded and operated, through Monolith, Blimpies Restaurant in Georgetown. In 1977, Mr. Giaimo co-founded and operated, through Monolith, The American Cafe restaurant, an innovative, award-winning restaurant chain that was one of the first restaurants to promote "American cuisine" and helped popularize the croissant sandwich. In 1985, Mr. Giaimo sold The American Cafe to W.R. Grace & Co. Mr. Giaimo graduated from the Business School of Georgetown University in 1974 and Harvard University's Smaller Company Management Program in 1982. He is a member of the Young President's Organization and serves as a Director and Co-chairman of Development. In 1993, Mr. Giaimo received an "Entrepreneur of the Year" award from Inc. Magazine in conjunction with Ernst & Young and Merrill Lynch. Mr. Giaimo is married to Catherine Britton. Mr. Giaimo currently serves on the board of directors of Panera Bread Co., a publicly traded company headquartered in St. Louis, Missouri, with annual sales in excess of \$200 million.

CATHERINE BRITTON has been a Director since March 1996 and was a director of Silver Diner Development, Inc. from July 1995 until March 1996. She assisted with marketing and design of Silver Diner restaurants and has been involved with menu development and concept evolution since Silver Diner Development, Inc.'s inception. She also participated extensively in the development of Silver Diner restaurants. Ms. Britton graduated from Georgetown University in 1975, receiving a Bachelor of Arts degree in Philosophy. Ms.

Britton earned a Masters Degree in Special Education from George Washington University in 1978. Ms. Britton is married to Robert T. Giaimo.

39

MICHAEL COLLIER has been a Director since March 1999. Mr. Collier is the President of Uniwest Group, Inc. and Uniwest Construction, Inc., companies which are in the real estate development and general contracting business and serve as the developer and general contractor for the Company's diners. He is also President of Atlantic Environmental Services, Incorporated, a full-service environmental company.

YPE VON HENGST has been a Director, Vice President, Executive Chef and Secretary since March 1996 and co-founder, director, vice president of culinary operations, and executive chef of Silver Diner Development, Inc. since 1987. Mr. Hengst was a director of operations of "Dominiques" restaurant in Washington, D.C. from May through September 1987. From 1984 to 1987, Mr. Hengst was corporate executive chef and director for Food Service for The American Cafe and was responsible for the central kitchen and bakeshop, menu changes, and food preparation for all seven American Cafe restaurants. From 1981 to 1984, Mr. Hengst was corporate executive chef for Restaurant Associates in New York, New York, where he supervised over fifteen diverse full-service restaurants. From 1976 to 1981, Mr. Hengst held executive chef positions in Charlotte, North Carolina, Cleveland, Ohio, Houston, Texas, and New York, New York. Prior to 1976, Mr. Hengst worked as a chef in Europe.

EDWARD H. KAPLAN has been a Director since March 1996 and was a director of Silver Diner Development, Inc. from 1987 until March 1996. He is a real estate developer and investor and has served since 1983 as a Director of Palmer National Bank, Washington, D.C. and subsequently, its successor, George Mason Bankshares until April 2, 1998, when George Mason merged into United Bankshares and now serves on the board of directors of United Bank of Virginia. Mr. Kaplan received his B.A. from the University of Pennsylvania, Wharton School in 1961. He currently is a member of the Maryland Public Television Commission and the Maryland Public Television Foundation board of directors.

LOUIS P. NEEB has been a Director since March 1996 and was a director

of Silver Diner Development, Inc. from 1994 until March 1996. Mr. Neeb is currently President of Neeb Enterprises, Inc., a corporation that provides management consulting services and Chairman of the Board of Mexican Restaurants, Inc. He was the president and chief executive officer of The Spaghetti Warehouse, Inc. from July 1991 until January 1994 and of Geest Food USA from 1989 until 1991. From 1982 until 1987, he served as president and chief executive officer of Creative Food N Fun, a subsidiary of W.R. Grace & Co. From 1985 until 1987, he served as president and chief executive officer of a W.R. Grace & Co., affiliate; Taco Villa, Inc. Mr. Neeb was employed by The Pillsbury Company from 1973 until 1982. From 1980 to 1982, he served as an executive vice president of The Pillsbury Company and as chairman and chief executive officer of its affiliate, Burger King Corporation. In 1973, he was director of operations at Steak & Ale Restaurants, Inc., another affiliate of The Pillsbury Company. His leadership role with Steak & Ale Restaurants, Inc. continued until 1980, after serving as vice president of operations and eventually president and chief operating officer. Currently, Mr. Neeb serves as a director of CEC Entertainment and Franchise Finance Corporation of America, Inc., both publicly traded companies. Mr. Neeb received a BBA in marketing from the University of Notre Dame in 1961 and an MBA from George Washington University in 1969.

CHARLES M. STEINER has been a Director since March 1996. Mr. Steiner was a director of Silver Diner Development, Inc. from 1987 until March 1996. He was the chief executive officer of Branch Group, Inc., an electric distributor. In 1975, Mr. Steiner founded IMARK, an electric cooperative, and in 1991 founded EDIC, a distribution insurance company. He is a former director and officer of the National Association of Electric Distributors (NAED). He received a B.B.A. in Accounting from the University of Pittsburgh in 1963. Mr. Steiner is currently a private investor.

There is no family relationship between any of the Company's directors or officers except that Catherine Britton is the wife of Robert T. Giaimo. There are no arrangements between any director of the Company and any other person pursuant to which he was selected as a director.

PATRICK MESKELL has been Executive Vice President, Operations, since May 2001. From January 1996 to May 2001 he held the position of Senior Vice President, Human Resources. Mr. Meskell was an independent consultant to institutions, specializing in the areas of risk management system design and implementation from 1988 to 1992 and Director of Organizational Development & Management & Operations Training for the Student Loan Marketing Association from 1992 to 1995.

SECTION 16(A) BENEFICIAL OWNERSHIP REPORTING COMPLIANCE

To the Company's knowledge, based solely upon a review of reports and other information furnished to it by its directors, officers, greater than 10% beneficial owners of the Company, and other persons subject to the reporting requirements (collectively, the "Reporting Persons"), all reports required to be filed by such Reporting Persons under Section 16(a) of the Securities Exchange Act of 1934, as amended, were duly filed during the year ended December 31, 2001, with one exception. Michael Collier, a director, exercised an option for 8,861 shares of Common Stock on August 6, 2001 but did not file a Form 4 during September 2001 reporting such exercise. A Form 4 covering this transaction was filed on February 15, 2002.

Item 11. Executive Compensation

The following table sets forth summary information concerning compensation paid by the Company to each of the Company's executive officers whose aggregate annual cash compensation exceeded \$100,000 for fiscal year 2001.

Summary Compensation Table

<TABLE>

Annual Compensation			Long-Term Compensation			
			Awards		Payouts	
			Securities			
Salary	Bonus	Other Annual Compensation	Restricted Stock	Underlying Options/	LTIP Payouts	All Other Compensation

Name and Principal Position	Year	(\$)	(\$)	(\$)	Award(s)(\$)	SARS(\$)	(\$)	(\$)

Robert T. Giaimo	2001	278,043	0	18,000(12)	0	0(1)	0	67,842 (2)
Chairman of the Board,	2000	268,697	0	18,000(12)	0	0	0	57,827 (2)
President, Chief Executive	1999	258,315	0	18,000(12)	0	0	0	57,061 (2)
Officer and Treasurer								
Ype Von Hengst	2001	158,495	20,000	6,000(12)	0	0(3)	0	32,135 (5)
Director, Vice President,	2000	153,029	20,000	6,000(12)	0	0	0	27,535 (5)
Executive Chef and Secretary	1999	145,173	20,000	6,000(12)	0	150,000(4)	0	27,535 (5)
Patrick Meskell	2001	140,857	0	6,000(12)	0	0(6)	0	0
Executive VP, Operations	2000	109,769	0	6,000(12)	0	0	0	0
	1999	101,769	5,000	6,000(12)	0	200,000(7)	0	0
Jon Abbott	2001	138,481(11)	0	2,500(12)	0	0	0	32,500(10)
Vice President, Operations	2000	103,846	0	4,500(12)	100,000(8)	100,000(9)	0	0
	1999	0	0	0	0	0	0	0

</TABLE>

- (1) Pursuant to resolutions unanimously approved by the Company's Board of Directors on December 19, 2001, Mr. Giaimo agreed to surrender for cancellation options for 400,000 shares exercisable at \$1.2375 per share, expiring on December 14, 2003 and which would have become 100% exercisable at December

29, 2001. The Board agreed to grant Mr. Giaimo new options for 400,000 shares on July 31, 2002, which options will (i) have an exercise price equal to 110% of the fair market value of the shares on July 31, 2002 (or February 1, 2003, as applicable), (ii) be 100% vested on July 31, 2002 (or February 1, 2003, as applicable) and (iii) expire on July 30,

2007, provided that Mr. Giaimo has the right at any time prior to July 31, 2002 to elect, for federal income tax purposes, to delay until February 1, 2003 issuance of a portion of the new options to be issued to him.

- (2) Represents the annual premiums the Company paid on a \$3,000,000 split dollar life insurance policy on the life of Mr. Giaimo.
- (3) Pursuant to resolutions unanimously approved by the Company's Board of Directors on December 19, 2001, Mr. Von Hengst agreed to surrender for cancellation options for an aggregate of 355,000 shares, as follows: (i) an option for 150,000 shares, which would have become 100% exercisable at \$1.125 per share on December 29, 2001 and expiring on December 28, 2007; (ii) an option for 55,000 shares, exercisable at \$0.625 per share on December 31, 2005 and expiring on December 15, 2008; and (iii) an option for 150,000 shares, exercisable at \$1.00 per share, with 60% becoming exercisable on January 1, 2002, 80% on January 1, 2003 and 100% on January 1, 2004, and expiring on December 7, 2009. The Board agreed to grant Mr. Von Hengst new options for an aggregate 355,000 shares on July 31, 2002, which options will (i) have an exercise price equal to the fair market value of the shares on July 31, 2002 (or February 1, 2003, as applicable) and (ii) vest on the same dates and expire on the same dates as would have the previously-described canceled options, provided that Mr. Von Hengst has the right at any time prior to July 31, 2002 to elect, for federal income tax purposes, to delay until February 1, 2003 issuance of a portion of the new options to be issued to him.
- (4) Option was canceled pursuant to resolutions approved by the Company's Board of Directors on December 19, 2001, as described in Note 3.
- (5) Represents the annual premiums the Company paid on a \$1,500,000 split dollar life insurance policy on the life of Mr. Von Hengst.
- (6) Pursuant to resolutions unanimously approved by the Company's Board of Directors on December 19, 2001, Mr. Meskell agreed to surrender for cancellation options for an aggregate of 430,012 shares as follows: (i) an option for 100,000 shares, which would have become 100% exercisable at \$1.125 per share on December 29, 2001 and expiring on December 28,

2007; (ii) an option for 55,000 shares, exercisable at \$0.625 per share on December 31, 2005 and expiring on December 15, 2008; (iii) an option for 200,000 shares, exercisable at \$1.00 per share, with 60% becoming exercisable on January 1, 2002, 80% on January 1, 2003 and 100% on January 1, 2004 and expiring on December 7, 2009; and (iv) an option for 75,012 shares exercisable at \$4.05 per share on the date of cancellation and expiring on December 30, 2005. The Board agreed to grant Mr. Meskell new options for an aggregate 430,012 shares on July 31, 2002, which options will (i) have an exercise price equal to the fair market value of the shares on July 31, 2002 (or February 1, 2003, as applicable) and (ii) vest on the same dates and expire on the same dates as would have the previously-described canceled options, provided that Mr. Meskell has the right at any time prior to July 31, 2002 to elect, for federal income tax purposes, to delay until February 1, 2003 issuance of a portion of the new options to be issued to him.

- (7) Option was canceled pursuant to resolutions approved by the Board of Directors on December 19, 2001 as described in Note 6.
- (8) Mr. Abbott acquired 100,000 shares in connection with his initial employment in March of 2000 by the Company, for an aggregate purchase price of \$50,000, representing 50% of the fair market value of the

shares on March 24, 2000, i.e. 50% of \$1.00 per share. Under the terms of Mr. Abbott's employment agreement, the Company had the right to buy back the shares at their purchase price within 60 days if Mr. Abbott terminated his employment with the Company during the first three years. Also, the Company had the right to apply up to 55,000 of the shares purchased by Mr. Abbott from the Company, at the original purchase price of \$0.50 per share, to repay the outstanding balance on a non-interest bearing promissory note from Mr. Abbott to the Company in the amount of \$32,500, if Mr. Abbott terminated his employment with the Company prior to December 31, 2001. The proceeds of the promissory note were used by Mr. Abbott to defray moving expenses. Following the termination of Mr. Abbott's employment by the Company on May 24, 2001,

the Company elected not to purchase any of the foregoing shares and waived repayment by Mr. Abbott of any outstanding balance due under the foregoing promissory note.

- (9) Consists of an option to purchase 100,000 shares at \$1.00 per share through March 23, 2010, which vested as follows: 30,000 shares on December 31, 2001, 20,000 shares on December 31, 2002, 20,000 shares on December 31, 2003, and 30,000 shares on December 31, 2004. The option expired on May 24, 2001, upon the termination of Mr. Abbott's employment on that date.
- (10) Upon the termination of Mr. Abbott's employment on May 24, 2001, the Company forgave the \$32,500 promissory note referenced in note 8 above.
- (11) Mr. Abbott's employment terminated on May 24, 2001. Per the terms of his employment contract, Mr. Abbott's salary was continued until November 18, 2001. \$72,115 of his salary was paid after the May 24, 2001 termination.
- (12) Each of these executives is required, as part of their job, to visit each of the restaurants. The Company provides compensation of \$500.00 per month (\$6,000 per annum) to meet the expenses associated with their travel. In addition, Mr. Giaimo receives an education allowance of \$1,000.00 per month (\$12,000 per annum). This allowance covers reimbursements of up to \$12,000 of his annual expenses related to participation in local and national chapters of a professional organization.

STOCK OPTIONS

No stock appreciation rights have been granted or are outstanding. No stock options were granted to the Company's executive officers during the year ended December 31, 2001.

Pursuant to resolutions unanimously adopted by the Company's Board of Directors as of December 19, 2001, the Company has agreed to grant options to the following individuals on July 31, 2002, or on February 1, 2003, if the individual elects to defer the grant date of a portion of the options to enable the options to qualify for federal income tax purposes as incentive stock

options, for the following number of shares: (i) Robert T. Giaimo: 400,000 shares; (ii) Ype Von Hengst: 355,000 shares; and (iii) Patrick Meskell: 430,012 shares. The Company agreed to grant these options, which are more fully described in Notes 1, 3 and 6 of the Summary Compensation Table included in this Proxy Statement, in connection with the cancellation of equal numbers of options held by the foregoing individuals. The following table provides information as to the outstanding options at December 30, 2001 held by the following executive officers. No stock appreciation rights are outstanding.

43

AGGREGATED OPTION/SAR EXERCISES IN LAST FISCAL YEAR
AND FISCAL YEAR END OPTION/SAR VALUES

<TABLE>

Name	Shares Acquired On Exercise (#)	Value Realized (\$)	Number of Securities Underlying Unexercised Options/SARs at Fiscal Year End		Value of Unexercised In-the-money Options/SARs at Fiscal Year End (*)	
			Exercisable (#)	Unexercisable (#)	Exercisable (\$)	Unexercisable (\$)
Robert T. Giaimo	0	0	0	0	0	0
Ype Von Hengst	0	0	0	0	0	0
Patrick Meskell	0	0	25,004	0	4,993	0

(*) Represents the difference between the fair market value of the Shares subject to the options, based on the closing price of \$0.20 for the Shares on December 28, 2001 (the final trading day for the fiscal year ended December 30, 2001), and the exercise prices of the options.

BENEFIT PLANS

The Company provides insurance benefits to its officers and other employees, including health, dental, and life insurance, subject to certain deductibles and co-payments by employees.

EMPLOYMENT AGREEMENTS

FOUNDER'S EMPLOYMENT AGREEMENT. The Company and Robert T. Giaimo entered into a Founder's Employment Agreement on August 28, 1995, effective as of March 27, 1996, and amended on November 9, 1998. The base compensation under the Founder's Employment Agreement is \$240,000 per annum, increased annually at a minimum amount equal to the increase in the Consumer Price Index for the Washington, D.C., Maryland, and Virginia metropolitan area (the "Base Compensation"). Mr. Giaimo's 2001 base salary was \$278,075 per annum, and increased to \$286,417 in 2002. Benefits under the agreement include four weeks paid vacation, health and dental insurance, life and disability insurance, director and officer liability insurance and a \$3,000,000 "split-dollar" life insurance agreement. Perquisites include an up to \$500 per month car allowance, an education fee of \$1,000 per month, and free shift meals.

The Founder's Employment Agreement had an initial term of five years and, starting on its first anniversary, was renewable for five years from each anniversary. If at any such anniversary the Board does not renew, the agreement will expire five years from such anniversary (the five-year period beginning on such anniversary is referred to as the "Expiration Term"). The Founder's Employment Agreement was renewed on December 15, 1999 and, as renewed, expires in March 2005.

During the Expiration Term, Mr. Giaimo may, upon at least sixty days prior written notice, terminate the Founder's Employment Agreement immediately and such termination shall be an "Involuntary Resignation." If an Involuntary Resignation occurs, Mr. Giaimo shall be entitled to a severance amount equal to: (i) his base compensation, including all bonuses, for the immediately preceding fiscal year (the "Annual Amount"), (ii) divided by 365, and (iii) multiplied by the number of days remaining in the Expiration Term, provided that the severance amount paid to Mr. Giaimo due to an Involuntary Resignation shall not exceed three times the Annual Amount.

Mr. Giaimo may also terminate the agreement by reason of a material breach by the Company (as specified in the Founder's Employment Agreement). If Mr. Giaimo terminates the Founder's Employment Agreement within the first five years of the agreement for a material breach by the Company, he shall be entitled to receive the Annual Amount multiplied by ten. If the material breach occurs after the first five years of the agreement, the Annual Amount shall be multiplied by five. Additionally, if a termination for a material breach occurs prior to the earlier of (i) the end of the first five years of the agreement, or (ii) the completion of an underwritten public offering of the Company's Shares from which it realizes \$15,000,000, then the Company shall be obligated, at the employee's option, to purchase all of Mr. Giaimo's Shares at fair market value.

The Company may terminate the agreement upon the death or disability of Mr. Giaimo or for cause. If terminated for death, the Mr. Giaimo's estate shall be entitled to receive all accrued compensation plus a severance amount equal to one year's Base Compensation (as adjusted to the date of death). The decedent's family will also be provided health insurance for one year from date of death. If terminated for disability, Mr. Giaimo shall be entitled to receive all accrued compensation plus a severance amount equal to his then current Base Compensation for a period of five years, but reduced dollar for dollar by all amounts received by the employee under disability insurance. If terminated for cause, Mr. Giaimo shall be entitled to receive all accrued compensation.

EXECUTIVE EMPLOYMENT AGREEMENT. The Company and Ype Von Hengst entered into an Employment Agreement effective as of November 9, 1998. The base salary under the Employment Agreement is \$125,000 per annum through December 31, 1998, \$150,000 per annum from January 1, 1999 through December 31, 1999, and increased annually at a minimum amount equal to the increase in the Consumer Price Index for the Washington, D.C., Maryland, and Virginia metropolitan area beginning January 1, 2000 (the "Base Salary"). Mr. Von Hengst's base salary for 2001 was \$158,375 per annum, and increased to \$163,126 in 2002. Benefits under the agreement include health and dental insurance, life and disability insurance, and participation in stock options, bonus plans and other benefit plans customarily made available to executive employees of the Company.

In consideration of Mr. Von Hengst entering into the agreement, the

Company extended a \$100,000 non-recourse loan (the "Loan") to Mr. Von Hengst, subject to his execution of a promissory note and secured by his 182,881 Shares in the Company (the "Collateral"). Beginning December 31, 1999, Mr. Von Hengst is also entitled to an annual bonus of an amount equal to \$20,000 plus accrued and unpaid interest on the Loan (the "Bonus"). The Bonus is not paid directly to Mr. Von Hengst, but is applied to repay the outstanding principal and interest under the Loan. The term of the Employment Agreement is from November 9, 1998 to December 31, 2003.

Under the Employment Agreement, Mr. Von Hengst agrees, except as required by the performance of his duties, not to disclose or use any Confidential Information of the Company or its affiliates, which is defined as all information disclosed to him or known by him as a consequence of or through his employment with the Company where such information is not generally known in the trade or industry and where such information refers or relates in any manner to the business activities of the Company. During the term of the Employment Agreement and for a period of twelve consecutive months after the termination of the Employment Agreement, Mr. Von Hengst agrees, except as required by the performance of his duties, not to induce, attempt to induce, counsel, advise, solicit or encourage any person to leave the employ of the Company or, with respect to any person who had left the employ of the Company within the previous six months, not to engage in any of the above activities in connection with such former employee's acceptance of employment with any person or entity other than the Company. For a period of twelve consecutive months after the termination of the Employment Agreement for any reason other than a termination without cause, Mr. Von Hengst agrees not to (i) engage in the "diner business" anywhere in the United States; (ii) engage in competition with the Company within a 10 mile radius of any Company owned or franchised facility or planned facility; or (iii) directly or indirectly, either individually or in any other capacity, work for, consult with or otherwise assist Movenpick, its parent corporation, affiliates and subsidiaries, in the development of "diners."

Mr. Von Hengst may terminate his Employment Agreement at any time upon sixty days written notice ("Voluntary Resignation"). Upon receipt of such notice, the Company may elect to relieve Mr. Von Hengst of any or

all of his duties or terminate him immediately. The Company may terminate the agreement for cause (as that term is defined in the Employment Agreement), upon the death or disability of Mr. Von Hengst, or without cause. If the agreement is terminated by Voluntary Resignation or for cause, (i) the Company's obligation to pay the Base Salary, Bonus and medical benefits shall cease immediately on the date of termination; and (ii) the principal balance under the Loan shall be extinguished, and all right, title and interest in the Collateral shall vest immediately with the Company. If the agreement is terminated for death (i) the Company's obligation to pay the Base Salary, Bonus and medical benefits shall cease immediately on the date of termination; and (ii) the principal balance under the Loan shall be extinguished, and all right, title and interest in the Collateral shall vest with Mr. Von Hengst (or his estate or heirs). If terminated for disability, defined as the inability to perform the essential function of the job, with or without accommodation, for at least 180 consecutive days, (i) Mr. Von Hengst's right to the Base Salary and Bonus shall cease on the date of termination, (ii) the Company shall make the medical benefits available to Mr. Von Hengst for a period of eighteen months following termination, the costs of which shall be paid by the Company for the first twelve months of such period; and (iii) the principal balance under the Loan shall be extinguished, and all right, title and interest in the Collateral shall vest with Mr. Von Hengst (or his estate or heirs). If terminated without cause, (i) Mr. Von Hengst shall be entitled to the Base Salary, Bonus, and medical benefits for a one year period commencing with the date of termination; and (ii) the principal balance under the Loan shall be extinguished, and all right, title and interest in the Collateral shall vest with Mr. Von Hengst (or his estate or heirs).

OFFICER EMPLOYMENT AGREEMENTS. The Company has an employment agreement with Patrick Meskell through March 4, 2004. Although the agreement was not amended, Mr. Meskell was promoted from Senior Vice President, Human Resources, to Executive Vice President, Operations with an increase in his base salary to \$150,000, with future adjustments to his base salary to be determined by the Board. In addition, he is entitled to (i) participate in bonus and stock option plans made available to executive employees of the Company; (ii) receive a \$500 per month car allowance, (iii) receive life insurance coverage of \$500,000; (iv) participate in group health and dental plans generally offered to employees of the Company; (v) receive long term disability insurance coverage in amount of approximately 60% of the employee's base salary per month, subject to a 90 day initial waiting period; (vi) receive three weeks paid vacation that does not

accrue or carry over from one year to the next; and (vii) receive sick leave and other benefits, in accordance with the Company's policies for its executives. The employee has a confidentiality and non-competition agreement with the Company.

The agreement is terminable at any time by either party thereto. However, if the Company terminates the agreement, the Company will pay the employee all base salary earned but unpaid on the date of resignation plus three months base salary. If the employee resigns and provides at least three months notice, the Company will pay the employee all base salary earned but unpaid on the date of resignation plus three months base salary payable after resignation on the same schedule as the salary that was paid before resignation. If the employee resigns without providing at least three months prior notice, (i) all stock options and all stock purchase rights granted under the Stock Option Plan to the employee (a) subsequent to March 1, 1999, (b) on December 15, 1997, and (c) to Mr. Meskell on December 29, 1997 will be terminated on the date of resignation; and (ii) the employee will sell and the Company will purchase all Shares of the Company acquired by the employee pursuant to stock options or stock purchase rights within six months prior to the date of resignation at a purchase price equal to the price paid for the Shares.

NON-EMPLOYEE DIRECTOR COMPENSATION

During the year ended December 31, 2001, each of the Company's non-employee directors received an option to purchase 4,000 Shares on June 15, 2001 under the 1996 Non-Employee Director Stock Option Plan. Such options were exercisable at a price equal to 100% of the fair market value on the date of grant, and were to vest at any time, in whole or in part for period of ten years beginning one year after the date of the grant. Pursuant to resolutions unanimously approved by the Company's Board of Directors on December 19, 2001, each non-employee director agreed to surrender for cancellation options for an aggregate of 12,000 shares under the 1996 Non-Employee Director Stock Option Plan, including the foregoing options, as follows: (i) an option for 4,000 shares, fully vested, exercisable at \$1.00 per share and expiring on June 17, 2009; (ii) an option for 4,000 shares, fully

vested, exercisable at \$0.844 per share and expiring on June 15, 2010; and (iii) an option for 4,000 shares, exercisable at \$0.40 per share beginning on June 15, 2002 and expiring on June 14, 2011. In addition, Mr. Kaplan and Mr. Steiner each also agreed to surrender for cancellation an option under the Second Amended and Restated 1991 Stock Option Plan for 5,000 shares, fully vested, exercisable at \$4.05 per share and expiring on December 30, 2005. The Board agreed to grant each non-employee director new options under the 1996 Stock Option Plan on July 31, 2002, exercisable for the same number of shares as those that were canceled, and having the same vesting and termination terms as the canceled options, but which will have exercise prices equal to the fair market value of the shares on July 31, 2002. Also pursuant to the foregoing resolutions, all non-employee directors, except for Mr. Collier, each agreed to cancel the following options for an aggregate of 2,000 shares under the 1996 Non-Employee Director Stock Option Plan in exchange for new options under the 1996 Stock Option Plan with similar vesting and exercise prices, but which do not expire until December 18, 2011: (i) a fully vested option for 1,000 shares exercisable at \$0.8125 per share and expiring December 31, 2001; and (ii) a fully vested option for 1,000 shares exercisable at \$0.938 per share and expiring March 31, 2002. Mr. Collier agreed to the cancellation of his option for 1,000 shares under the 1995 Non-Employee Director Stock Option Plan, fully vested and exercisable at \$0.938 per share and expiring March 31, 2002, in exchange for a new option for 1,000 shares under the 1996 Stock Option Plan, fully vested on the date of grant, exercisable at \$0.938 per share and which expires on December 18, 2011. A total of 70,000 options were surrendered for repricing by non-employee directors.

Other than the option grants and the reimbursement of certain expenses, non-employee directors received no other compensation for service as directors for the year ended December 30, 2001. Mr. Louis Neeb received \$2,000 in 2001 as payment for consulting services.

Item 12. Security Ownership of Certain Beneficial Owners and Management.

As of December 30, 2001, the Company had 11,761,004 Shares issued and outstanding. The following table sets forth, to the Company's knowledge as of

December 30, 2001, the beneficial ownership of Shares by each person or entity beneficially owning more than 5% of the Shares, each director, each nominee, and certain executive officers, individually, and all directors and executive officers as a group.

<TABLE>

Name and Address (1) of Beneficial Owner -----	Amount and Nature of Beneficial Ownership (2) -----	Percent (3) -----
Catherine Britton	2,463,612 (4)	20.94
Michael Collier	79,926 (5)	*
Robert T. Giaimo	409,065 (6)	3.48
Ype Von Hengst	183,881 (7)	1.56
Edward H. Kaplan	1,002,000 (8)	8.52
Patrick Meskell	72,574 (9)	*
Louis P. Neeb	14,572 (10)	*
Charles M. Steiner	566,729 (11)	4.82
All directors and executive officers as a group (8 persons)	4,792,359 (12)	40.53

</TABLE>

"*" means less than 1%

(1) The address for each beneficial owner listed above is Silver Diner, Inc., 11806 Rockville Pike, Rockville, Maryland 20852.

(2) Unless otherwise stated in Notes 4 through 12 below, all references to options are to options exercisable currently and within 60 days of December

30, 2001.

- (3) Each percentage of beneficial ownership is calculated using a different denominator, consisting of the total number of Shares outstanding (11,761,004), increased by the number of options owned by the beneficial owner that are exercisable within 60 days. The denominator used to calculate the percentage of beneficial ownership of all directors and executive officers as a group is the sum of the total number of Shares outstanding (11,761,004) and all outstanding options held by directors and executive officers that are exercisable within 60 days.

48

- (4) Includes: (a) 2,443,609 directly owned Shares; (b) options to purchase 2,000 Shares granted under the 1996 Stock Option Plan, 1,000 of which have an exercise price of \$0.8125 per share, and 1,000 of which have an exercise price of \$0.938 per share; and (c) 20,003 shares assigned to Ms. Britton by Robert T. Giaimo which are subject to an option held by Mr. Clinton A. Clark at an exercise price of \$3.60 per share through April 5, 2004. Does not include 409,065 shares beneficially owned by Mr. Giaimo, Ms. Britton's spouse. Ms. Britton disclaims beneficial ownership of the Shares beneficially owned by Mr. Giaimo.
- (5) Includes (a) 61,658 directly owned shares; (b) options to purchase 17,268 shares granted under the 1991 Stock Option Plan at an exercise price of \$.003 per share; and (c) options to purchase 1,000 shares granted under the 1996 Stock Option Plan at an exercise price of \$0.938 per share.
- (6) Includes 409,065 directly owned shares. Does not include any shares beneficially owned by Catherine Britton, Mr. Giaimo's spouse. Mr. Giaimo disclaims any beneficial ownership of shares beneficially owned by Catherine Britton
- (7) Includes 183,881 directly owned shares.
- (8) Includes: (a) 1,000,000 directly owned Shares; and (b) options to purchase 2,000 shares granted under the 1996 Stock Option Plan, 1000 of which have

an exercise price of \$0.8125 per share, and 1,000 of which have an exercise price of \$0.938 per share.

- (9) Includes: (a) 47,570 directly owned Shares; and (b) options to purchase 25,004 Shares granted under the Earned Ownership Plan at an exercise price of \$.0003 per Share.
- (10) Includes: (a) options to purchase 12,572 shares granted under the 1991 Stock Option Plan at the exercise price of \$.003 per share; and (b) options to purchase 2,000 shares granted under the 1996 Stock Option Plan, 1,000 of which have an exercise price of \$0.8125 per share, and 1,000 of which have an exercise price of \$0.938 per share.
- (11) Includes: (a) 564,729 Shares held of record by the Steiner Family Partnership (Mr. Steiner owns a 25% interest in and is the managing partner of The Steiner Family Partnership and, therefore, may be deemed to beneficially own all Shares held of record by such partnership. Except to the extent of his 25% ownership interest in The Steiner Family Partnership, Mr. Steiner disclaims beneficial ownership of such Shares); and (b) options to purchase 2,000 Shares under the 1996 Stock Option Plan, 1,000 of which have an exercise price of \$0.8125 per share, and 1,000 of which have an exercise price of \$0.938 per share.
- (12) The total Shares beneficially owned by all directors and executive officers as a group was calculated by taking the sum of all Shares beneficially-owned by each director and executive officer, as reflected in the table.

Item 13. Certain Relationships and Related Transactions.

SILVER DINER POTOMAC MILLS, INC. Pursuant to lease agreements dated October 14, 1991 and May 27, 1992, the Company leases the Silver Diner restaurant in Potomac Mills, Virginia (the "Potomac Mills Restaurant") from Silver Diner Potomac Mills, Inc ("SDPMI"), a corporation wholly owned by Robert T. Giaimo, the Chairman and President of the Company. The leases require the payment of an annual base rent, with annual adjustments based on the Consumer Price Index, and the payment of percentage rent based on gross receipts. Percentage rent is calculated by multiplying the gross receipts by eight percent and subtracting the quotient obtained by dividing the annual base rent by thirteen percent. Any

positive difference is payable as percentage rent. To date, the Company has not paid any percentage rent and is unlikely to do so in the foreseeable future. The leases expire in late 2011. For the years ended December 30, 2001, December 31, 2000 and January 2, 2000, occupancy costs

49

were \$515,050, \$356,000 and \$360,000 respectively, under terms of the leases. Current annual base rent is \$384,362.

ROBERT GIAIMO DEVELOPMENT, INC. On June 17, 1997, the Company purchased from Robert Giaimo Development, Inc. ("RGDI"), a corporation wholly owned by Robert T. Giaimo, the Chairman and President of the Company, an undivided 70% interest in the parcel of land used as a parking lot for the Potomac Mills Restaurant. The total purchase price of the land was \$408,000, of which \$267,000 was borrowed from a bank, secured by the land, bearing interest at the prime rate (4.75% at December 31, 2001), and matures in June 2003.

The Company is obligated under a management agreement originally entered into between Silver Diner Limited Partnership ("SDLP"), an entity which the Company was and currently is the sole General Partner and now holds 100% of the partnership interest, and SDPMI (the "Management Agreement"). The Management Agreement provides that the Company is the exclusive manager of the Potomac Mills Restaurant and is entitled to receive all of the revenues, subject to all of the expenses from the operations of such restaurant. The Management Agreement was entered into prior to the construction of the Potomac Mills restaurant, and was entered into to provide SDLP with the opportunity to operate the Potomac Mills restaurant, the acquisition of which was financed by RGDI, since SDLP did not have the financial ability to acquire land and to construct the restaurant. The Management Agreement is unlimited in duration and can only be terminated by mutual agreement of the Company and SDPMI, or following notice that the Company failed to meet its management obligations and responsibilities. RGDI has granted the Company an option to purchase the Potomac Mills Restaurant for an amount equal the fair market value, on the date of purchase, as determined by an appraisal.

LOAN TO YPE VON HENGST. In connection with his entering into an

employment agreement with the Company on November 9, 1998, Ype Von Hengst, a Director and officer of the Company, received a \$100,000 loan from the Company, secured by his 182,881 Shares in the Company and bearing interest at 5.25% annually. The loan and accrued interest is to be repaid annually by applying an annual bonus received by Mr. Von Hengst beginning December 31, 1999. At December 30, 2001 \$40,000 was outstanding.

MICHAEL COLLIER AND UNIWEST GROUP, INC. AND AFFILIATES The Company has from time to time entered into contracts with Michael Collier, a Director, and with Uniwest Group, Inc., a construction company and certain of its affiliates, of which Michael Collier is President and a stockholder. The company paid \$193,191 to Uniwest Construction for miscellaneous construction and renovation of the existing diners. The Company paid Uniwest Management Inc., which manages the real estate operations for the Merrifield diner, approximately \$210,000 for rent and real estate taxes. No consulting fees were paid to Mr. Collier in 2001. At December 30, 2001, \$11,796 is payable to the Director and affiliates of the Director.

In 1995, the Company entered into a ground lease with 2909 Gallows LC, landlord, covering the Merrifield facility. The landlord is a partnership in which Michael Collier owns a significant limited partnership interest. The lease provides for minimum annual rent of \$110,000 in 1998 with fixed escalations in rent payments over the lease term through 2012. Rent payments in 2001 were \$186,667. Annual rent payments in 2002 will be \$206,667.

Uniwest Construction, Inc. acted as the general contractor for the construction of the diner on the Merrifield property. Michael Collier was not a director of the Company when the lease and construction contract were entered into.

PART IV

(a) Lists of Documents Filed as Part of this Report

1. Financial Statements

<TABLE>

	Page
Reports of Independent Auditors	18
Consolidated Financial Statements:	
Consolidated Balance Sheets as of December 30, 2001 and December 31, 2000.	20
Consolidated Statements of Operations for the Fiscal Years Ended December 30, 2001, December 31, 2000 and January 2, 2000.	21
Consolidated Statements of Stockholders' Equity for the Fiscal Years Ended December 30, 2001, December 31, 2000 and January 2, 2000.	22
Consolidated Statements of Cash Flows for the Fiscal Years Ended December 30, 2001, December 31, 2000 and January 2, 2000.	23
Notes to Consolidated Financial Statements.	25

</TABLE>

2. Schedules

All Schedules are omitted because the required information is inapplicable or it is presented in the Consolidated Financial Statements or the notes thereto.

3. Exhibits

Exhibit Number	Description of Document
-----	-----

3.	Articles of incorporation and bylaws
----	--------------------------------------

- 3.1.1 Company's Certificate of Incorporation as amended by
Certificates of Amendment incorporated by reference to
Exhibit 3.01 of the Company's Form 8-K dated March 27,
1996.
- 3.2 Company's Bylaws incorporated by reference to Exhibit 3.3
of the Company's Form S-4 (File No. 33-8844).
- 9.0 Form of Voting and Lockup Agreement with respect to Stock
Option Agreements incorporated by reference to Exhibit
9.01 of the Company's Form 8-K dated March 27, 1996.
- 9.1 Form of SDDI Voting and Lockup Agreement among SDDI,
Robert T. Giaimo and certain shareholders of SDDI,
together with Schedule of executed Voting and Lockup
Agreements incorporated by reference to Exhibit 9.04 of
the Company's Form 8-K dated March 27, 1996.
- 9.2 FTAC Voting and Lockup Agreement dated as of September 15,
1995 by and among the Company and George A. Naddaff,
Douglas M. Suliman, Jr., Ralph J. Guarino and Charles A.

51

- Cocotas incorporated by reference to Exhibit 9.05 of the
Company's Form 8-K dated March 27, 1996.
 - 9.3 Assumption of SDDI Voting and Lockup Agreement, SDDI Affiliate
Lockup Agreement and Stockholder Lockup Agreement dated March 27,
1996, pursuant to Section 5.14(c) of merger agreement by and
among FTAC, FTAC Transition Corporation and SDDI, incorporated by
reference to Exhibit 9.06 of the Company's Form 8-K dated March
27, 1996.
 - 10. Material Contracts
- Material Contracts -- Real Property

Rockville, Maryland

- 10.1 Lease Agreement between Federal Realty Investment Trust (Landlord) and SDLP (Tenant) dated July 13, 1988 as amended by Lease Modification dated August 17, 1988, Second Lease Modification dated February 3, 1989, Third Amendment to Lease dated January 20, 1993, and Fourth Lease Modification Agreement dated October 17, 1994 incorporated by reference to Exhibit 10.01 of the Company's Form 8-K dated March 27, 1996. Laurel, Maryland.
- 10.2 Lease between CG Beltsville Limited Partnership (Landlord) and SDLP (Tenant) dated January 26, 1990, as amended by Letter Agreement dated October 28, 1995 incorporated by reference to Exhibit 10.02 of the Company's Form 8-K dated March 27, 1996.

Dale City, Virginia (Potomac Mills)

- 10.3 Lease between RGDI (Landlord) and SDPMI (Tenant), dated June 10, 1991, as amended by First Amendment to Lease, dated October 14, 1991, as amended by Second Amendment to Lease dated October 30, 1995 incorporated by reference to Exhibit 10.03 of the Company's Form 8-K dated March 27, 1996.

Parking Lot (parcel 11-B-1A), Dale City, Virginia (located adjacent to Silver Diner Restaurant at Potomac Mills)

- 10.4 Lease between Robert Giaimo Development, Inc. ("RGDI") (Landlord) and SDPMI (Tenant) dated May 27, 1992, as amended by Amendment to Lease dated October 30, 1995 incorporated by reference to Exhibit 10.04 of the Company's Form 8-K dated March 27, 1996.
 - 10.4.1 Amendment No. 2, effective as of July 1, 1997 to Lease Agreement dated May 27, 1992 by and between Robert Giaimo Development, Inc., as Landlord, and Silver Diner Potomac Mills, Inc., as tenant, as amended.*
 - 10.4.2 Management Agreement as of _____, 1991 (undated in original) between Silver Diner Potomac Mills, Inc., Owner, and Silver Diner

Limited Partnership, Manager, in connection with Silver Diner Restaurant, Potomac Mills, Virginia, is incorporated by reference to Exhibit 10.35 of the Company's Form 8-K dated May 1, 1996, filed May 3, 1996.

Towson, Maryland

52

10.5 Lease Agreement between Towson Town Center Associates (Landlord) and the Company (Tenant) effective January 30, 1992 incorporated by reference to Exhibit 10.05 of the Company's Form 8-K dated March 27, 1996.

10.5.1 Lease Termination Agreement between Towson Town Center Associates (Landlord) and the Company dated November 16, 2001 effective November 30, 2001.

Fair Lakes, Virginia (Fair Oaks)

10.6 Ground Lease Agreement between F.L. Promenade L.P. (Landlord) and the Company (Tenant) dated July 12, 1994, as amended by First Amendment to Ground Lease Agreement dated February 15, 1995, and Second Amendment to Ground Lease Agreement dated April 4, 1995 incorporated by reference to Exhibit 10.06 of the Company's Form 8-K dated March 27, 1996.

Tysons Corner, Virginia

10.7 Ground Lease between Lehnendorff Tysons Joint Venture (Landlord) and the Company (Tenant) dated December 29, 1994), as amended by First Amendment to Lease dated May 14, 1995 incorporated by reference to Exhibit 10.07 of the Company's Form 8-K dated March 27, 1996.

Springfield, Virginia

- 10.8 Springfield Mall Lease between Franconia Associates (Landlord) and the Company (Tenant) effective May 1, 1996 incorporated by reference to Exhibit 10.08 of the Company's Form 8-K dated March 27, 1996.

Merrifield, Virginia

- 10.9 Agreement of Lease dated September 14, 1995 by and between 2909 Gallows LC (Landlord) and the Company (Tenant) incorporated by reference to Exhibit 10.09 of the Company's Form 8-K dated March 27, 1996.

Reston, Virginia

- 10.10 Purchase and Sale Agreement dated December 29, 1995 by and between Reston Land Corporation (Seller) and the Company (Buyer) incorporated by reference to Exhibit 10.10 of the Company's Form 8-K dated March 27, 1996.

Clarendon, Virginia

- 10.11 Lease dated February 12, 1996 between Wilson Limited Partnership (Landlord) and the Company (Tenant) incorporated by reference to Exhibit 10.11 of the Company's Form 8-K dated March 27, 1996.

53

Kendall, Florida

- 10.12 Purchase Agreement dated October 4, 1996 by and between Documentation Corp. And Bersin Development Corp. (Sellers) and the Company (Buyer). Exhibit 10.12 to the Company's Annual Report on Form 10-K for the fiscal year ended December 29, 1996, is incorporated herein by reference.

Cherry Hill, New Jersey

- 10.13 Lease Agreement dated September 30, 1996 by and between Cherry Hill Associates L.P. (Landlord) and the Company (Tenant). Exhibit 10.13 to the Company's Annual Report on Form 10-K for the fiscal year ended December 29, 1996 is incorporated herein by reference.

Gaithersburg, Maryland

- 10.13.1 Composite of Lease dated November 2, 1999 by and between Lake Forest Associates LLC (Landlord) and Silver Diner Development, Inc. (Tenant), is incorporated by reference to Exhibit 10.13.1 of the Company's Annual Report on Form 10-K for the fiscal year ended January 2, 2000.

Virginia Beach, Virginia

- 10.13.2 Form of Lease dated August 11, 1999 between Interface Properties, Inc. (Landlord) and Silver Diner Development, Inc. (Tenant), is incorporated by reference to Exhibit 10.13.2 of the Company's Annual Report on Form 10-K for the fiscal year ended January 2, 2000.

Pentagon City, Virginia

- 10.13.3 Form of Deed of Lease dated September 22, 2000 between Street Retail, Inc., as Landlord, and Silver Diner Development Inc., as Tenant (the "Deed of Lease"), is incorporated by reference to Exhibit 10.13.3 of the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2000.

- 10.13.4 Form of Letter Agreement dated January 29, 2001 between Street Retail, Inc. and Silver Diner Development Inc. amending the Deed of Lease, is incorporated by reference to Exhibit 10.13.4 of the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2000.

- 10.13.5 Form of Lease Modification Agreement dated March 2, 2001 between Street Retail, Inc., as Landlord, and Silver Diner Development Inc., as Tenant, is incorporated by reference to Exhibit 10.13.5 of the Company's Annual Report on Form 10-K for the fiscal year

ended December 31, 2000.

- 10.13.6 Form of Lease Termination Letter Agreement dated March 30, 2001 between Street Retail, Inc., as Landlord, and Silver Diner Development Inc., as Tenant, is incorporated by reference to Exhibit 10.13.6 of the Company's Annual Report on Form 10-K for the fiscal year ended December 30, 2001.

54

Material Contracts--Stock Plans

- 10.14 SDDI Second Amended and Restated 1991 Stock Option Plan, together with forms of incentive stock option agreement and non-qualified stock option agreement incorporated by reference to Exhibit 10.14 of the Company's Form 8-K dated March 27, 1996.
- 10.15 SDDI Second Amended and Restated Earned Ownership Plan, together with form of non-qualified stock option agreement incorporated by reference to Exhibit 10.15 of the Company's Form 8-K dated March 27, 1996.
- 10.16 Silver Diner, Inc. 1996 Non-employee Director Stock Option Plan together with form of stock option agreement incorporated by reference to Exhibit 4(a) of the Company's Form S-8 filed December 20, 1996.
- 10.17 Silver Diner, Inc. 1996 Consultant Stock Option and Stock Purchase Plan together with form of stock option agreement, form of stock purchase agreement, form of election to purchase common stock and form of election to purchase options, incorporated by reference to Exhibit 4(b) of the Company's Form S-8 filed December 20, 1996.
- 10.18 Certificate and Agreement of Participation, Silver Diner, Inc. Restaurant Operating Partner Program and Addenda incorporated by reference to Exhibit 4 of the Company's Form S-8 filed February

14, 1997.

- 10.19 Silver Diner, Inc. Stock Option Plan together with form of Stock Option Agreement. Exhibit 10.19 to the Company's Annual Report on Form 10-K for the fiscal year ended December 29, 1996, is incorporated herein by reference.
- 10.20 Silver Diner, Inc. Employee Stock Purchase Plan together with form of Subscription Agreement and Notice of Withdrawal. Exhibit 10.20 to the Company's Annual Report on Form 10-K for the fiscal year ended December 29, 1996, is incorporated herein by reference.
 - 10.20.1 Form of Certificate and Agreement of Participation-Restaurant Operating Partner Program, as approved by the Board on December 15, 1998, incorporated by reference to Exhibit 10.31 to the Company's Annual Report on Form 10-K for the fiscal year ended January 3, 1999.
 - 10.20.2 Form of Addendum to a Certain Certificate and Agreement of Participation in the Silver Diner, Inc. Restaurant Operating Partner Program (Version for 1997 Certificates issued after January 1, 1997), as approved by the Board on December 15, 1998, incorporated by reference to Exhibit 10.32 to the Company's Annual Report on Form 10-K for the fiscal year ended January 3, 1999.
 - 10.20.3 Form of Addendum to a Certain Certificate and Agreement of Participation in the Silver Diner, Inc. Restaurant Operating Partner Program (Version for 1997 Certificates issued on January 1, 1997), as approved by the Board on December 15, 1998, incorporated by reference to Exhibit 10.33 to the Company's Annual Report on Form 10-K for the fiscal year ended January 3, 1999.
 - 10.20.4 Silver Diner, Inc. Stock Option Plan (as amended March 4, 1998), incorporated by reference to Exhibit 10.34 to the Company's Annual Report on Form 10-K for the fiscal year ended January 3, 1999.

- 10.20.5 Form of Stock Option Plan Agreement between Silver Diner, Inc. and certain Executive Officers, Date of Grant: December 15, 1998, together with Performance Criteria for each of: Craig Kendall; Patrick Meskell; Timothy Cusick; and Ype Von Hengst, incorporated by reference to Exhibit 10.36 to the Company's Annual Report on Form 10-K for the fiscal year ended January 3, 1999.
- 10.20.6 Stock Option Plan Agreement between Silver Diner, Inc. and Robert T. Giaimo for grant of 400,000 Shares on December 15, 1998, incorporated by reference to Exhibit 10.37 to the Company's Annual Report on Form 10-K for the fiscal year ended January 3, 1999.
- 10.20.7 Form of Restated Stock Option Plan Agreement between Silver Diner, Inc. and Certain Executive Officers Granting Shares on December 29, 1997, incorporated by reference to Exhibit 10.38 to the Company's Annual Report on Form 10-K for the fiscal year ended January 3, 1999.
- 10.20.8 1996 Non-Employee Director Stock Option Plan, as amended March 4, 1998, incorporated by reference to Exhibit 10.41 to the Company's Annual Report on Form 10-K for the fiscal year ended January 3, 1999.
- 10.20.9 1996 Employee Stock Purchase Plan, as amended, is incorporated by reference to Exhibit 10.20.9 of the Company's Annual Report on Form 10-K for the fiscal year ended January 2, 2000.
- 10.20.10 1996 Non-Employee Director Stock Option Plan (as amended March 4, 1998 and March 18, 1999) is incorporated by reference to Exhibit 10.20.10 of the Company's Annual Report on Form 10-K for the fiscal year ended January 2, 2000.
- 10.20.11 Form of Performance Criteria (for January 2, 1999-December 31, 1999), as amended by the Compensation Committee on December 8,

1999, for options granted December 15, 1998 to each of: Craig Kendall; Patrick Meskell; Timothy Cusick; and Ype Von Hengst, is incorporated by reference to Exhibit 10.20.11 of the Company's Annual Report on Form 10-K for the fiscal year ended January 2, 2000.

10.20.12 Form of Performance Criteria (for January 1, 2000-December 31, 2000), as adopted by the Compensation Committee on December 8, 1999, for options granted December 15, 1998 to each of: Craig Kendall; Patrick Meskell; Timothy Cusick; and Ype Von Hengst, is incorporated by reference to Exhibit 10.20.12 of the Company's Annual Report on Form 10-K for the fiscal year ended January 2, 2000.

Material Contracts--Agreements with Executive Officers/Directors

10.22 Letter Agreement dated December 4, 1996 between the Company and Patrick Meskell regarding terms of employment, as amended by Letter Agreement dated March 26, 1996 incorporated by reference to Exhibit 10.19 of the Company's Form 8-K dated March 27, 1996.

10.22.1 Letter Agreement dated March 4, 1999 between the Company and Patrick Meskell, is incorporated by reference to Exhibit 10.22.1 of the Company's Annual Report on Form 10-K for the fiscal year ended January 2, 2000.

10.23 Founder's Employment Agreement dated August 28, 1995 by and between the Company and

Robert T. Giaimo incorporated by reference to Exhibit 10.20 of the Company's Form 8-K dated March 27, 1996.

10.24 Assumption of Founder's Employment Agreement dated March 27, 1996 pursuant to Section 5.14(b) of merger agreement by and among FTAC, FTAC Transition Corporation and SDDI, incorporated by reference to

Exhibit 10.21 of the Company's Form 8-K dated March 27, 1996.

10.25 Indemnity Agreement dated August 29, 1995 by and between Robert T. Giaimo, as indemnitee, and the Company incorporated by reference to Exhibit 10.22 of the Company's Form 8-K dated March 27, 1996.

10.25.1 Letter Agreement dated March 4, 1999 between the Company and Craig Kendall, is incorporated by reference to Exhibit 10.25.1 of the Company's Annual Report on Form 10-K for the fiscal year ended January 2, 2000.

10.25.2 Letter Agreement dated March 4, 1999 between the Company and Timothy Cusick, is incorporated by reference to Exhibit 10.25.2 of the Company's Annual Report on Form 10-K for the fiscal year ended January 2, 2000.

10.25.3 Employment Agreement dated November 9, 1998, between Silver Diner, Inc. and Ype Von Hengst, including Promissory Note in principal amount of \$100,000, incorporated by reference to Exhibit 10.39 of the Company's Annual Report on Form 10-K for the fiscal year ended January 3, 1999.

10.25.4 Letter Agreement dated November 9, 1998 between Robert T. Giaimo and Silver Diner, Inc. Re: Founder's Employment Agreement, incorporated by reference to Exhibit 10.40 of the Company's Annual Report on Form 10-K for the fiscal year ended January 3, 1999.

10.25.5 Form of Letter Agreement dated March 17, 2000 between Silver Diner, Inc. and Jon Abbott in connection with the employment of Jon Abbott is incorporated by reference to Exhibit 10.25.5 of the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2000.

10.25.6 Form of Stock Purchase Agreement dated March 2000 between Silver Diner, Inc. and Jon Abbott is incorporated by reference to Exhibit 10.25.6 of the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2000.

10.25.7 Form of Stock Option Plan Agreement dated March 24, 2000 between

Silver Diner, Inc. and Jon Abbott in connection with the grant of option for 100,000 shares is incorporated by reference to Exhibit 10.25.7 of the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2000.

- 10.25.8 Form of Promissory Note dated March 2000 in the amount of \$32,500, from Jon Abbott in favor of the Company is incorporated by reference to Exhibit 10.25.8 of the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2000.

57

Material Contracts--Miscellaneous

- 10.26 Option to Purchase dated January 26, 1990 between CG Beltsville Limited Partnership (Optionor), and SDLP (Optionee) regarding land parcel on which the Silver Diner Restaurant in Laurel, Maryland, is incorporated by reference to Exhibit 10.36 of the Company's Form 8-K dated March 27, 1996.
- 10.27 Amendment No. 1 to the Stock Escrow Agreement dated as of March 26, 1996 among the Company, George A. Naddaff, Douglas M. Suliman, Jr., Ralph J. Guarino, Charles A. Cocotas and Continental Stock Transfer & Trust Company, together with letter dated March 27, 1996 from the Company to Continental Stock Transfer & Trust Company, incorporated by reference to Exhibit 10.37 of the Company's Form 8-K dated March 27, 1996.
- 10.28 Affiliate Warrant Exchange and Custodial Agreement dated September 15, 1996, by and among George A. Naddaff, Douglas M. Suliman, Jr. and Charles A. Cocotas, as Warrant Holders, SDDI and Douglas M. Suliman, Jr., as Custodian incorporated by reference to Exhibit 10.38 of the Company's Form 8-K dated March 27, 1996.
- 10.29 Escrow Agreement dated as of February 1, 1996 by and between GKN Securities Corp., certain affiliates thereof, the SDDI and Arent Fox, as Escrow Agent incorporated by reference to Exhibit 10.39 of

the Company's Form 8-K dated March 27, 1996.

10.30 Option Agreement dated March 27, 1996 by and between RGDI and SDDI granting option to SDDI for the purchase of Potomac Mills real estate parcels incorporated by reference to Exhibit 10.34 of the Company's Form 8-K dated March 27, 1996.

10.31 Agreement dated February 29, 2000 between Silver Diner Development, Inc. (Owner) and Uniwest Construction, Inc. (Contractor) for Silver Diner at Lakeforest Mall (Project), is incorporated by reference to Exhibit 10.31 of the Company's Annual Report on Form 10-K for the fiscal year ended January 2, 2000.

10.32 Letter Agreement dated January 7, 2000 between Uniwest and Silver Diner Development, Inc. regarding Silver Diner at Columbus Square East, Virginia Beach, Virginia, together with Agreement dated December 1, 1999 between the parties, is incorporated by reference to Exhibit 10.32 of the Company's Annual Report on Form 10-K for the fiscal year ended January 2, 2000.

10.33 Form of Amended and Restated Loan Agreement dated May 10, 2000, between Branch Banking and Trust Company, Silver Diner, Inc. for itself and on behalf of its affiliates Silver Diner Development, Inc., Silver Diner Potomac Mills, Inc. and Silver Diner Limited Partnership is incorporated by reference to Exhibit 10.33 of the Company's Annual Report on Form 10-K for the fiscal year ended December 30, 2000.

10.33.1 Form of Promissory Note (Year 2000) dated May 10, 2001, from Silver Diner, Inc. in favor of Branch Banking and Trust Company in the principal amount of \$3,000,000 is incorporated by reference to Exhibit 10.33.1 of the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2000.

10.33.2 Form of Allonge to Promissory Note (Year 2000) effective as of

January 19, 2001, from Silver Diner, Inc. in favor of Branch Banking and Trust Company is incorporated by reference to Exhibit 10.33.2 of the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2000.

10.33.3 Form of Promissory Note (Year 2001) dated January 19, 2001, from Silver Diner, Inc. in favor of Branch Banking and Trust Company in the principal amount of \$1,200,000 is incorporated by reference to Exhibit 10.33.3 of the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2000.

10.33.4 Form of Promissory Note dated April 20, 2001, from Silver Diner, Inc. in favor of Branch Banking and Trust Company in the principal amount of \$300,000.*

10.33.5 Form of Promissory Note dated January 15, 2002, from Silver Diner, Inc. in favor of Branch Banking and Trust Company in the principal amount of \$500,000.*

10.34 Form of Memorandum of Agreement between Silver Diner Development, Inc. and Three J.B. Inc. dated March 9, 2001, as amended by Addendums thereto dated March 9, 2001 and March 9, 2001 is incorporated by reference to Exhibit 10.34 of the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2000.

21. Subsidiaries of the Company. (a) Silver Diner Development, Inc., a Virginia Corporation.

22. Accountants Consent

23.1 Consent of Reznick Fedder & Silverman P.C.

(b) Reports on Form 8-K

Not applicable

*Filed herewith. All other exhibits have been previously filed as indicated.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this amended report to be signed on its behalf by the undersigned, thereunto duly authorized.

Silver Diner, Inc.

By:/s/Robert T. Giaimo

Robert T. Giaimo

President and Chief Executive Officer

(Duly Authorized Officer and Principal Financial
and Accounting Officer)

June 20, 2002

Pursuant to the requirements of the Securities Exchange Act of 1934, this amended report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

Signatures	Title	Date
/s/ Robert T. Giaimo	President, Chief Executive	June 20, 2002

Robert T. Giaimo	Officer and Director	
 /s/ Catherine Britton	 Director	 June 20, 2002

Catherine Britton		
 /s/ Ype Von Hengst	 Director	 June 20, 2002

Ype Von Hengst		
 /s/ Edward H. Kaplan	 Director	 June 20, 2002

Edward H. Kaplan		

/s/ Michael Collier Director June 20, 2002

Michael Collier

/s/ Louis P. Neeb Director June 20, 2002

Louis P. Neeb

/s/ Charles Steiner Director June 20, 2002

Charles Steiner

60

INDEPENDENT AUDITORS' CONSENT



We consent to the incorporation by reference in Registration Statements No. 333-18509, No. 333-21841, No. 333-27325, No. 333-58220, No. 333-59533, No. 333-59535, No. 333-84401 and No. 333-96399 of Silver Diner, Inc. on Forms S-8 of our report dated February 28, 2002, appearing in this Annual Report on Form 10-K of Silver Diner, Inc. for the year ended December 30, 2001.

/s/ Reznick Fedder & Silverman
Bethesda, Maryland
March 29, 2002

61

Additional Files

File	Sequence	Description	Type	Size
0000928385-02-002383.txt (https://sec.report/Document/0000928385-02-002383/0000928385-02-002383.txt)		Complete submission text file		223162

© 2022 SEC.report | Contact (<https://sec.report/contact.php>) |  (<https://www.reddit.com/search/?q=site%3Asec.report>) |  (<https://twitter.com/EdgarInsider>)

Data is automatically aggregated and provided “as is” without any representations or warranties, express or implied.

SEC.report is not affiliated with the U.S. S.E.C. or EDGAR System. Disclosure & Privacy Policy (https://sec.report/privacy_policy.php)

SEC CFR Title 17 of the Code of Federal Regulations. (<https://ecfr.io/Title-17/>)

8 8 0 1 2 0 6 1 7

EXHIBIT

2

Arent, Fox, Kintner, Plotkin & Kahn

Washington Square 1050 Connecticut Avenue, N.W.

Washington, D.C. 20036-5339

Corporate Office
(202) 857-6399

December 21, 1987

VIA FEDERAL EXPRESS

Virginia State Corporation Commission
Corporations Division, Limited Partnership Section
Jefferson Building
1220 Bank Street, 1st Floor
Richmond, Virginia 23219-3645
Attention: Wayne Corpening

Re: Silver Diner Limited Partnership

O.K. L.H.

Dear Wayne:

Enclosed for filing with the Virginia State Corporation Commission is a Certificate of Limited Partnership for the above-referenced limited partnership. Enclosed also are our two checks, one for \$104.00 in payment of the \$100.00 filing fee and \$4.00 for one certified copy; and one for \$20.00 in payment of the county recordation fee.

Please note that the timing on the filing of this certificate is critical. The Articles of Incorporation for the general partner, Silver Diner Development, Inc., were sent by Federal Express to be received by the Virginia State Corporation Commission today (December 21, 1987). We realize that the limited partnership certificate cannot be filed until the corporate general partner has been incorporated. However, a public offering is scheduled for this week, and we would greatly appreciate your reviewing this certificate in advance, so that the limited partnership can be placed on record as soon as the corporation has been accepted.

I will check with you by telephone to confirm the filing dates of the two entities. We are hoping to be able to proceed on Wednesday, December 23, 1987.

A Federal Express envelope is enclosed for your use in returning the certified copy to me. If any questions or problems develop, please call me at the above number immediately. Thank you for your help and cooperation.

SCC # 100.00
CC # 20.00
129
WTC

Sincerely yours,

Martha T. England
Martha T. England
Corporate Administrator

11 - Certified Copy

1 M.
SCC #4.00

Enclosures

cc: Arnold Westerman, Esq. (w/encl.)
Gerald P. McCartin, Esq. (w/encl.)

Telephone: (202) 857-6000 Cable: ARFOX Telex: WU 892672 ITT 440266 Telecopier: (202) 857-6395

F.R.
1-4-88
prepaid

2-02813 5001



**CERTIFICATE OF LIMITED PARTNERSHIP
OF
SILVER DINER LIMITED PARTNERSHIP**

87 DEC 22 PM 4: 22

This Certificate is presented for filing pursuant to Section 50-73.11 of the Code of Virginia.

1. The name of the limited partnership is Silver Diner Limited Partnership.
2. The post office address of the office where the records of the Partnership shall be maintained is 8708 Brook Road, County of Fairfax, McLean, Virginia 22102.
3. The name of the initial registered agent is Robert T. Giaimo, who is a resident of Virginia and an officer of the corporate general partner of the limited partnership.
4. The post office address of the initial registered agent is 8708 Brook Road, County of Fairfax, McLean, Virginia 22102
5. The name and the post-office address of the general partner is:

Silver Diner Development, Inc.
8708 Brook Road
McLean, Virginia 22102
6. The latest date upon which the Partnership is to be dissolved and its affairs wound up is December 31, 2037.

DATE: December 21, 1987

GENERAL PARTNER:

SILVER DINER DEVELOPMENT, INC.

By:

Robert T. Giaimo Pres

Robert T. Giaimo, President

COMMONWEALTH OF VIRGINIA



ELIZABETH B. LACY
CHAIRMAN

FREESTON C. SHANNON
COMMISSIONER

THOMAS F. HARWOOD, JR.
COMMISSIONER

GEORGE W. BRYANT, JR.
CLERK OF THE COMMISSION
BOX 1197
RICHMOND, VIRGINIA 23286
(804) 786-3733

STATE CORPORATION COMMISSION

January 5, 1988

Silver Diner Limited Partnership
8708 Brook Road
McLean, VA 22102

RE: Silver Diner Limited Partnership
L-02813

Dear Sir or Madam:

This is your receipt for \$100.00 to cover the fees for
filing Certificate of Limited Partnership with this office.

The effective date of the filing is December 22, 1987.

Sincerely yours,

9299

George W. Bryant, Jr.
Clerk of the Commission

COMMONWEALTH OF VIRGINIA



ELIZABETH B. LACY
CHAIRMAN
PRESTON C. SHANNON
COMMISSIONER
THOMAS P. HARWOOD, JR.
COMMISSIONER

GEORGE W. BRYANT, JR.
CLERK OF THE COMMISSION
BOX 1197
RICHMOND, VIRGINIA 23208
(804) 786-3733

STATE CORPORATION COMMISSION

January 5, 1988

RE: Silver Diner Limited Partnership
L-02813

Dear Sir or Madam:

I enclose a check for \$20.00 to pay the cost of recording the Certificate of Limited Partnership.

The effective date of the filing is December 22, 1987.

Please forward the document as recorded to the person who filed it or his representative (code section 50-73.17.B).

Sincerely yours,

George W. Bryant, Jr.
Clerk of the Commission

Circuit Court:
COUNTY OF FAIRFAX



COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

Office of the Clerk

July 24, 2014

CT CORPORATION SYSTEM
LISA UTTECH
4701 COX ROAD SUITE 285
GLEN ALLEN, VA 23060

RECEIPT

RE: SILVER DINER DEVELOPMENT, LLC

ID: S516410 - 0

DCN: 14-07-24-1103

FILED
IN FEDERAL CIRCUIT COURT

2022 MAR -1 PM 1:37

JINA E. SINNEN, CLERK

Tracy A. Peck

Dear Customer:

This is your receipt for \$100.00 covering the fees for filing articles of entity conversion with this office.

This is also your receipt for \$200.00 to cover the fee(s) for expedited service(s).

The effective date of the certificate of entity conversion is July 24, 2014. When the certificate is effective, SILVER DINER DEVELOPMENT, INC. is converted to a limited liability company organized under the laws of this Commonwealth with the following name:

SILVER DINER DEVELOPMENT, LLC

If you have any questions, please call (804) 371-9733 or toll-free in Virginia, 1-866-722-2551.

Sincerely,

Joel H. Peck

Joel H. Peck
Clerk of the Commission

CNVRLRCT
CNVR
CIS0368

EXHIBIT

3

CT

4701 Cox Road
Suite 285
Glen Allen, VA 23060
804.217.7255 tel
www.ctcorporation.com

OB3-#300
140724 1103
0314243-7

Clerk's Office
State Corporation Commission
1300 E. Main Street
Richmond, Virginia 23219

Please file the attached documents.

Special Instructions:

Please hold documents for pickup.

If there are any problems with the filing, please call us at (804) 217-7255.

Thank you,

Lisa Uttech

Lisa Uttech
CT Corporation System
Richmond Fulfillment Office

Domestic Conversion

Silver Diner Development, Inc.
(a Va corp incorporated December 22, 1987)

to
Silver Diner Development, LLC
(a Va LLC)

Same day service
100.00
200.00
300.00

A 7/24/14

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION
OFFICE OF THE CLERK
1300 E MAIN ST
RICHMOND, VA 23219
(804) 371-9733
1-866-722-2551 Toll-free in Virginia**



Name of Corporation or Company (etc.): SILVER DINER DEVELOPMENT, INC.		SCC ID No. (if known): 0314243-7																														
Customer Contact Information: Firm: CT Corporation Attn: Lisa Uttech Address: 4701 Cox Road, Suite 285 Glen Allen VA 23060 <small>(city or town) (state) (zip code)</small> Telephone: (804) 217 - 7255 ext _____ Email: _____		Send Evidence of Expedited Filing By: (Choose <u>one</u>) <input type="checkbox"/> Email <div style="border: 1px solid black; padding: 5px; margin-top: 5px;">For Email, this form must be typed <u>and</u> submitted in duplicate. See "Return of Evidence" in the Instructions.</div> <small>(Email is only available for Categories A, C and D.)</small> <input checked="" type="checkbox"/> Hold for Pickup (Available at 4:00 p.m.) <input type="checkbox"/> First-Class Mail <input type="checkbox"/> USPS Express Mail <small>(Prepaid envelope required.)</small> <input type="checkbox"/> Overnight via <input type="checkbox"/> UPS <input type="checkbox"/> Fed Ex <small>(Completed waybill required. For Fed Ex, the waybill must be computer-generated with a barcode.)</small>																														
~~ See Information & Instructions for description of Categories. ~~ Expedited Service Requested: *** Expedite Fee: <small>(mark service requested) *** (does not include filing fee(s) – see footnote)</small> <table style="width: 100%; border-collapse: collapse;"><tr><td style="width: 10%;"><input checked="" type="checkbox"/></td><td style="width: 60%;">Category A Expedite Business Entity Document listed in Schedule A</td><td style="width: 30%;"></td></tr><tr><td></td><td><input checked="" type="checkbox"/> Same Day Service (Received by Noon)</td><td>\$ 200</td></tr><tr><td></td><td><input type="checkbox"/> Next Day Service (Received by 4:00 p.m.)</td><td>\$ 100</td></tr><tr><td><input type="checkbox"/></td><td>Category B Preliminary Review of Document listed in Schedule A</td><td>\$ 50</td></tr><tr><td></td><td>(2nd Business Day Service Only – Received by 4:00 p.m.)</td><td></td></tr><tr><td></td><td><input type="checkbox"/> Resubmission within 30 Days of initial Pre-Review</td><td>(N/C)</td></tr><tr><td><input type="checkbox"/></td><td>Category C Expedite Business Entity Document listed in Schedule C</td><td>\$ 50</td></tr><tr><td></td><td>(Next Day Service Only – Received by 4:00 p.m.)</td><td></td></tr><tr><td><input type="checkbox"/></td><td>Category D Expedite Application for Reinstatement</td><td>\$ 50</td></tr><tr><td></td><td>(Next Day Service Only – Received by 4:00 p.m.)</td><td></td></tr></table>		<input checked="" type="checkbox"/>	Category A Expedite Business Entity Document listed in Schedule A			<input checked="" type="checkbox"/> Same Day Service (Received by Noon)	\$ 200		<input type="checkbox"/> Next Day Service (Received by 4:00 p.m.)	\$ 100	<input type="checkbox"/>	Category B Preliminary Review of Document listed in Schedule A	\$ 50		(2 nd Business Day Service Only – Received by 4:00 p.m.)			<input type="checkbox"/> Resubmission within 30 Days of initial Pre-Review	(N/C)	<input type="checkbox"/>	Category C Expedite Business Entity Document listed in Schedule C	\$ 50		(Next Day Service Only – Received by 4:00 p.m.)		<input type="checkbox"/>	Category D Expedite Application for Reinstatement	\$ 50		(Next Day Service Only – Received by 4:00 p.m.)		FOR OFFICE USE ONLY <div style="font-size: 2em; font-weight: bold; margin-top: 20px;">140724 1103</div> <div style="display: flex; justify-content: space-between; align-items: center;">I/O <input type="checkbox"/><div style="border: 1px solid black; padding: 5px; font-size: 1.5em; font-weight: bold;">CBB</div></div>
<input checked="" type="checkbox"/>	Category A Expedite Business Entity Document listed in Schedule A																															
	<input checked="" type="checkbox"/> Same Day Service (Received by Noon)	\$ 200																														
	<input type="checkbox"/> Next Day Service (Received by 4:00 p.m.)	\$ 100																														
<input type="checkbox"/>	Category B Preliminary Review of Document listed in Schedule A	\$ 50																														
	(2 nd Business Day Service Only – Received by 4:00 p.m.)																															
	<input type="checkbox"/> Resubmission within 30 Days of initial Pre-Review	(N/C)																														
<input type="checkbox"/>	Category C Expedite Business Entity Document listed in Schedule C	\$ 50																														
	(Next Day Service Only – Received by 4:00 p.m.)																															
<input type="checkbox"/>	Category D Expedite Application for Reinstatement	\$ 50																														
	(Next Day Service Only – Received by 4:00 p.m.)																															

REVIEW THE INSTRUCTIONS BEFORE SUBMITTING THIS FORM.

1407070510

CIS0368 CIS 07/24/14
 1 72 CISM0180 CORPORATE DATA INQUIRY 13:34:25

CORP ID: 0314243 - 7 STATUS: 00 ACTIVE STATUS DATE: 07/07/99
 CORP NAME: SILVER DINER DEVELOPMENT, INC. _____

DATE OF CERTIFICATE: 12/22/1987 PERIOD OF DURATION: INDUSTRY CODE: 00
 STATE OF INCORPORATION: VA VIRGINIA STOCK INDICATOR: S STOCK
 MERGER IND: S SURVIVOR CONVERSION/DOMESTICATION IND:
 GOOD STANDING IND: Y MONITOR INDICATOR:
 CHARTER FEE: MON NO: MON STATUS: MONITOR DTE:
 R/A NAME: CT CORPORATION SYSTEM

STREET: 4701 COX ROAD, SUITE 285

AR RTN MAIL:

CITY: GLEN ALLEN STATE : VA ZIP: 23060
 R/A STATUS: 5 B.E. AUTH IN VI EFF. DATE: 10/04/13 LOC.: 143
 ACCEPTED AR#: 213 56 2090 DATE: 12/27/13 HENRICO COUNTY
 CURRENT AR#: 213 56 2090 DATE: 12/27/13 STATUS: A ASSESSMENT INDICATOR: 0

YEAR	FEES	PENALTY	INTEREST	TAXES	BALANCE	TOTAL SHARES
13	100.00					1,000

COMMAND:
 4AÛ 06,016

1407070510

CIS0368

CIS

07/24/14

1 72 CISM0250

MICROFILM INQUIRY

13:34:28

CORP ID: 0314243 - 7 CORP STATUS: 00 ACTIVE

CORP NAME: SILVER DINER DEVELOPMENT, INC. _____

COURT LOCALITY: 143 HENRICO COUNTY

TOTAL CHARTER FEES: 715.00

MICROFILM NO	DOCUMENT TYPE	DATE	CHARTER FEE	PAGES
13 10 21 0013	RAC > REGISTERED AGE	10/04/13		897
04 01 01 0542	RAC > REGISTERED AGE	01/05/04		7
00 06 07 1010	RAC > REGISTERED AGE	06/22/00		1
99 07 02 0695	REIN > REINSTATEMENT	07/07/99		4
99 05 08 0114	TERM > TERMINATION	04/30/99		1
97 08 03 0670	RAC > REGISTERED AGE	08/21/97		1
96 06 03 0214	AMEN > AMENDMENT	06/13/96		2
96 04 02 0878	MERG > MERGER	03/27/96		80
96 04 01 0090	AMEN > AMENDMENT	03/27/96		2
94 09 05 0425	RAC > REGISTERED AGE	09/26/94		1
92 07 01 0504	AMEN > AMENDMENT	06/26/92		2
92 01 05 0143	RAC > REGISTERED AGE	01/21/92		1

COMMAND:

4AÛ

06,014

1403070510

CIS0368 CIS 07/24/14
1 72 CISM0250 MICROFILM INQUIRY 13:34:30

CORP ID: 0314243 - 7 CORP STATUS: 00 ACTIVE
CORP NAME: SILVER DINER DEVELOPMENT, INC. _____

COURT LOCALITY: 143 HENRICO COUNTY TOTAL CHARTER FEES: 715.00

MICROFILM NO	DOCUMENT TYPE	DATE	CHARTER FEE	PAGES
88 02 06 0483	AMEN > AMENDMENT	02/22/88	690.00	2
87 12 06 0232	NEWC > NEW CHARTER	12/22/87	25.00	4

COMMAND:
4AÛ 06,014

1407070510

S516410 - 0

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, JULY 24, 2014

The State Corporation Commission has found the accompanying articles of entity conversion submitted on behalf of

SILVER DINER DEVELOPMENT, INC.

to comply with the requirements of law and confirms payment of all required fees. Therefore, it is ORDERED that this

CERTIFICATE OF ENTITY CONVERSION

be issued and admitted to record with the articles of entity conversion and articles of organization in the Office of the Clerk of the Commission, effective July 24, 2014.

When the certificate becomes effective, SILVER DINER DEVELOPMENT, INC. is deemed to be a limited liability company organized under the laws of this Commonwealth with the name

SILVER DINER DEVELOPMENT, LLC

The limited liability company is granted the authority conferred on it by law in accordance with its articles of organization, subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Judith Williams Jagdmann
Commissioner

CNVRLACT
CIS0368
14-07-24-1103

1407670510

**ARTICLES OF ENTITY CONVERSION OF
SILVER DINER DEVELOPMENT, INC.**

The undersigned, on behalf of Silver Diner Development, Inc. (the "Corporation"), pursuant to Title 13.1, Chapter 9, Article 12.2 of the Code of Virginia, states as follows:

ARTICLE I

The name of the Corporation immediately prior to the filing of these articles of entity conversion is "Silver Diner Development, Inc." The Corporation shall convert to a Virginia limited liability company and its name shall be "Silver Diner Development, LLC" (the "Surviving Entity").

ARTICLE II

The Corporation's plan of entity conversion (the "Plan") is attached hereto as Exhibit A.

ARTICLE III

The Plan was adopted by the unanimous consent of the shareholders.

IN WITNESS WHEREOF, the undersigned, the President of the Company, has caused these Articles of Entity Conversion to be duly executed as of this 22 day of July, 2014.

SILVER DINER DEVELOPMENT, INC.

By: Robert T. Giaimo
Robert T. Giaimo
President

1407070510

EXHIBIT A

PLAN OF ENTITY CONVERSION

See attached.

FILED
VA. BEACH CIRCUIT COURT

2022 MAR -1 PM 1:37

TINA E. SINNEN, CLERK

Tina E. Sinn
BY Tina E. Sinn *Tina E. Sinn*

PLAN OF ENTITY CONVERSION
OF
SILVER DINER DEVELOPMENT, INC.

(Executed in accordance with
the Code of Virginia)

THIS PLAN OF ENTITY CONVERSION (this "Plan") is made and entered as of July __, 2014 (the "Effective Date"), by and among Silver Diner, Inc., (the "Shareholder") the sole shareholder of Silver Diner Development, Inc. (the "Company"), and the Company.

WITNESSETH:

WHEREAS, the Company is a corporation organized and existing under the laws of the Commonwealth of Virginia, having been organized on December 22, 1987;

WHEREAS, the Shareholder collectively owns all of the shares of capital stock in the Company;

WHEREAS, the Shareholder and the board of directors of the Company deem it desirable, upon the terms and subject to the conditions herein stated, that the Company be converted into a Virginia limited liability company (the "Conversion");

WHEREAS, the Shareholder and the board of directors of the Company deem it desirable that effective upon the Conversion, the Shareholder's Common Stock, no par value per share (the "Stock") be converted into units of membership interests of the newly created limited liability company (the "Units"), with the Shareholder holding, as a "Member" of Silver Diner Development, LLC, that number of Units equal to the same number of shares of Stock held by the Shareholder in the Company prior to the Conversion.

NOW, THEREFORE, for and in consideration of the premises and the mutual covenants hereinafter set forth, and for other good and valuable consideration, the parties hereby agree as follows:

1. Terms.

1.1 On the effective date of the Conversion, and pursuant to Title 13.1, Chapter 9, Article 12.2 of the Code of Virginia (the "Code") the Company shall convert into "Silver Diner Development, LLC", a Virginia limited liability company.

1.2 Upon the effective date of the Conversion, each share of Stock shall, by virtue of the Conversion and without any action on the part of the Shareholder, be converted into one Unit of Silver Diner Development, LLC.

2. Effective Date. This Plan shall be executed by the Shareholder and the Board of Directors of the Company. Following the execution of this Plan and provided this Plan is not

terminated in accordance with Section 5 of this Plan, the Articles of Entity Conversion (the "Articles"), attached hereto as Exhibit A, executed in accordance with the laws of the Commonwealth of Virginia, shall be filed with the State Corporation Commission of the Commonwealth of Virginia (the "Commission"). The Conversion shall be effective upon the date that the Certificate of Conversion is certified by the Commission.

3. Covenants and Agreements. The Shareholder acknowledges that the execution of this Plan by the Shareholder, shall be deemed to constitute the Shareholder's written consent to the Conversion, as provided by law, and that the Shareholder consents to the full authority of each officer of the Company to direct to execute and deliver any and all certificates, agreements and other documents, take any and all steps and do any and all things that such officer(s) may deem necessary or desirable in order to effectuate the Conversion, with such changes thereto as such officer(s) may deem necessary or advisable to effectuate the Conversion, the approval of any such changes to be conclusively evidenced by such officers' signatures thereon. The Shareholder further consents to such officer(s) full authority to act without the others, such officer(s) to direct to do or cause to be done any and all such further acts and things and to execute and deliver any and all such additional documents as such officer(s) may deem necessary or appropriate in order to carry into effect the purposes and intent of this Plan and the Conversion.

4. Articles of Organization. The articles of organization attached hereto as Exhibit B, shall be, upon filing and certification by the Commission, and until further amended, the Articles of Organization of Silver Diner Development, LLC.

5. Amendment and Termination.

5.1 At any time prior to the filing of the Articles with the Commission, this Plan may be amended by Company's board of directors.

5.2 At any time prior to the filing of the Articles with the Commission, this Plan may be terminated and abandoned by the Shareholder.

{Signature Page Next}

1407070510

IN WITNESS WHEREOF, the undersigned parties hereto have executed this Plan as of
this ____ day of July 2014.

COMPANY

SILVER DINER DEVELOPMENT, INC.

By: Robert T. Giaino
Name: Robert T. Giaino
Title: President

BOARD OF DIRECTORS

SILVER DINER DEVELOPMENT, INC.

By: Robert T. Giaino
Name: Robert T. Giaino
Title: Director

By: Ype Von Neugst
Name: Ype Von Neugst
Title: Director

SHAREHOLDER:

SILVER DINER, INC.

By: Robert T. Giaino
Name: Robert T. Giaino
Title: President

1407070510

ARTICLES OF ORGANIZATION OF
SILVER DINER DEVELOPMENT, LLC

Pursuant to Chapter 12 of Title 13.1 of the Code of Virginia, the undersigned states as follows:

FIRST: The name of the limited liability company (the "Company") is:

SILVER DINER DEVELOPMENT, LLC

SECOND: The Company shall have perpetual duration.

THIRD: The name of the Company's registered agent is:

C T Corporation System ✓

The registered agent is a foreign corporation authorized to transact business in Virginia.

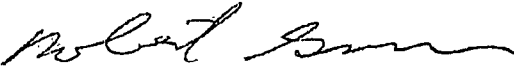
FOURTH: The Company's initial registered office address, which is identical to the business office of the registered agent, is:

4701 Cox Road, Suite 285
Glen Allen, VA 23060
County of Henrico, Virginia

FIFTH: The Company's principal office address is:

12276 Rockville Pike
Rockville MD, 20852

IN WITNESS WHEREOF, the undersigned, an authorized person of the Company, has caused these Articles of Organization to be duly executed as of this ____ day of July, 2014.



Robert T. Giaimo

1407070510

EXHIBIT B

ARTICLES OF ORGANIZATION

See attached.

FILED
14th BEACH CIRCUIT COURT

2022 MAR -1 PM 1:36

TINA E. SINNEN, CLERK

BY TMcHale

AFFIDAVIT OF CHRISTOPHER SHAND

I, Christopher Shand, do hereby affirm and say:

1. My name is Christopher Shand, and I am over eighteen (18) years of age, have never been convicted of a felony, and am otherwise fully competent to make this affidavit and to testify in a court of law. The facts herein are true and correct and based upon my personal knowledge.

2. I am a resident of the Commonwealth of Virginia.

3. In June 2003, I began my employment at Silver Diner Development, Inc. On or about July 24, 2014, Silver Diner Development, Inc. ("SDDI") converted to Silver Diner Development, LLC ("SDDL"). Currently, I am employed as Vice President of Human Resources (HR) & Management Development at SDDL, which is located at 12276 Rockville Pike, Rockville, MD 20852.

4. As Vice President of HR & Management Development, I have access to employee records and am able to ascertain whether an individual is a current or former employee of SDDL or prior employee of SDDI.

5. Until 2012, SDDI operated a Silver Diner restaurant located at 4401 Virginia Beach Blvd, Virginia Beach, VA 23462.

6. Upon information and belief, from approximately May 30, 2003 until or about December 21, 2005, SDDI employed B.T. at the Silver Diner restaurant located at 4401 Virginia Beach Blvd, Virginia Beach, VA 23462. A true and accurate copy of B.T.'s payroll records are attached hereto as Exhibit 1.

7. From approximately April 3, 2002 until February 25, 2004, SDDI employed James Haliburton at the Silver Diner restaurant located at 4401 Virginia Beach Blvd, Virginia Beach, VA

FILED
BEACH CIRCUIT COURT
JAN 18 PM 1:36
JINA E. SINNEN, CLERK

BY Timothy A. Biele

**EXHIBIT
B**

23462. A true and accurate copy of James Haliburton's payroll records are attached hereto as Exhibit 2.

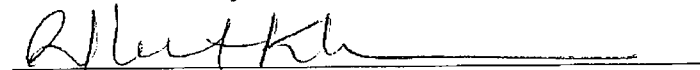
8. Neither B.T. nor Mr. Haliburton were ever employed by any other Silver Diner entity, including Silver Diner Limited Partnership.

I solemnly affirm under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

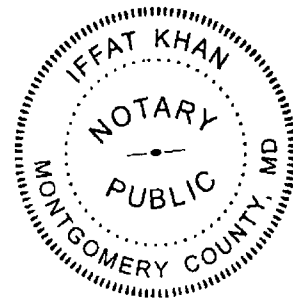

Christopher Shand

City/County of Montgomery
Commonwealth of ~~Virginia~~ State of Maryland ^B

The foregoing instrument was acknowledged before me
this 28th day of FEB, 20 22 by Christopher Shand.


Notary Public's Signature

Notary registration number: N/A
My commission expires: 06/11/2022



4879-0028-1361, v. 1

Employee Payroll History Inquiry Detail

APYRC218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
 Transaction Date . : 1/16/2004 Trans Id: 162284 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

HOURLY WAGES 1/11/2004
 TIP POOL
 FEDERAL INC TAX
 F.I.C.A.
 FUTA PAID
 FEDERAL INC TAX ON TIPS
 F.I.C.A. ON TIPS
 VA INCOME TAX
 SUTA PAID

Total Hours: 50.39

Total Tips: 186.33

Cd/Id/Src

Wage

Total Sales: .00

Emplee W/H Empler Paid

HR 251.95

.00 .00

A 80 AP 186.33

.00 .00

F FT TX .00

21.21 .00

F FC TX .00

19.27 33.53

F UT TX .00

.00 3.51

F FP TX .00

15.69 .00

F CP TX .00

14.25 .00

S VA TX .00

12.11 .00

U VA TX .00

.00 2.15

Totals: 438.28

82.53 39.19

Net/Adj Amount:

355.75

Bottom

F3=Exit

F5=Refresh

FILED
4th BEACH CIRCUIT COURT

2022 MAR -1 PM 1:35

TINA E. SINNEN, CLERK

BY Tina E. Sinnén Pole

EXHIBIT

1

Employee Payroll History Inquiry Detail

APR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
 Transaction Date . : 1/02/2004 Trans Id: 161431 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Employee W/H	Empler Paid
	HOURLY WAGES 12/28/2003	HR	184.00	.00	.00
	TIP POOL	A 80 AP	141.95	.00	.00
	VB-UNIFORMS	D 94 DE	.00	2.00	.00
	FEDERAL INC TAX	F FT TX	.00	12.64	.00
	F.I.C.A.	F FC TX	.00	14.08	24.94
	FUTA PAID	F UT TX	.00	.00	2.61
	FEDERAL INC TAX ON TIPS	F FP TX	.00	9.76	.00
	F.I.C.A. ON TIPS	F CP TX	.00	10.86	.00
	VA INCOME TAX	S VA TX	.00	6.49	.00
	SUTA PAID	U VA TX	.00	.00	1.60
	Totals:		325.95	55.83	29.15
	Net/Adj Amount:			270.12	

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0

ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 223557834 B [REDACTED], B [REDACTED] N.
 Transaction Date . : 1/30/2004 Trans Id: 163065 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 41.46

Total Tips: 165.51

Total Sales: .00

Cd/Id/Src

Wage

Employee W/H

Empler Paid

[] HOURLY WAGES 1/25/2004 HR 22.46 .00 .00

[] HOURLY WAGES 1/25/2004 HR 182.35 .00 .00

[] TIP POOL A 80 AP 165.51 .00 .00

[] FEDERAL INC TAX F FT TX .00 14.84 .00

[] F.I.C.A. F FC TX .00 15.67 28.33

[] FUTA PAID F UT TX .00 .00 2.96

[] FEDERAL INC TAX ON TIPS F FP TX .00 12.00 .00

[] F.I.C.A. ON TIPS F CP TX .00 12.66 .00

[] VA INCOME TAX S VA TX .00 8.71 .00

[] SUTA PAID U VA TX .00 .00 1.81

Totals: 370.32 63.88 33.10

Net/Adj Amount: 306.44

Bottom

F3=Exit

F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
Transaction Date . : 10/08/2004 Trans Id: 178661 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
	HOURLY WAGES 10/03/2004	HR	28.25	.00	.00
	HOURLY WAGES 10/03/2004	HR	196.13	.00	.00
	TIP POOL	A 80 AP	154.41	.00	.00
	FEDERAL INC TAX	F FT TX	.00	16.57	.00
	F.I.C.A.	F FC TX	.00	17.16	28.97
	FUTA PAID	F UT TX	.00	.00	.00
	FEDERAL INC TAX ON TIPS	F FP TX	.00	11.40	.00
	F.I.C.A. ON TIPS	F CP TX	.00	11.81	.00
	VA INCOME TAX	S VA TX	.00	9.13	.00
	SUTA PAID	U VA TX	.00	.00	.00
	Totals:		378.79	66.07	28.97
	Net/Adj Amount:			312.72	

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
 Transaction Date . : 10/10/2003 Trans Id: 156597 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

HOURLY WAGES 10/05/2003
 TIP POOL
 FEDERAL INC TAX
 F.I.C.A.
 FUTA PAID
 FEDERAL INC TAX ON TIPS
 F.I.C.A. ON TIPS
 VA INCOME TAX
 SUTA PAID

Total Hours: 51.22

Total Tips: 204.56

Cd/Id/Src

Wage

Total Sales:

Emplee W/H Empler Paid

HR	230.49	.00	.00
A 80 AP	204.56	.00	.00
F FT TX	.00	19.29	.00
F FC TX	.00	17.63	33.28
F UT TX	.00	.00	3.48
F FP TX	.00	17.12	.00
F CP TX	.00	15.65	.00
S VA TX	.00	11.95	.00
U VA TX	.00	.00	.65

Totals: 435.05

Net/Adj Amount:

81.64

353.41

37.41

Bottom

F3=Exit

F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
Transaction Date . : 10/22/2004 Trans Id: 179560 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
	HOURLY WAGES 10/17/2004	HR	24.50	.00	.00
	HOURLY WAGES 10/17/2004	HR	203.94	.00	.00
	TIP POOL	A 80 AP	165.65	.00	.00
	VB-UNIFORMS	D 94 DE	.00	19.35	.00
	FEDERAL INC TAX	F FT TX	.00	17.55	.00
	F.I.C.A.	F FC TX	.00	17.48	30.14
	FUTA PAID	F UT TX	.00	.00	.00
	FEDERAL INC TAX ON TIPS	F FP TX	.00	12.72	.00
	F.I.C.A. ON TIPS	F CP TX	.00	12.67	.00
	VA INCOME TAX	S VA TX	.00	9.90	.00
	Totals:		394.09	89.67	30.14
	Net/Adj Amount:			304.42	

More...

F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
Transaction Date . : 10/24/2003 Trans Id: 157423 Src/Act: C Pay Cycle

Type options, press Enter. Total Hours: 39.80
5=Display Total Tips: 163.27 Total Sales: .00
Opt Description Cd/Id/Src Wage Emplée W/H Emplér Paid
[] HOURLY WAGES 10/19/2003 HR 76.28 .00 .00
[] HOURLY WAGES 10/19/2003 HR 114.25 .00 .00
[] TIP POOL A 80 AP 163.27 .00 .00
[] FEDERAL INC TAX F FT TX .00 13.57 .00
[] F.I.C.A. F FC TX .00 14.58 27.07
[] FUTA PAID F UT TX .00 .00 2.83
[] FEDERAL INC TAX ON TIPS F FP TX .00 11.62 .00
[] F.I.C.A. ON TIPS F CP TX .00 12.49 .00
[] VA INCOME TAX S VA TX .00 7.88 .00
[] SUTA PAID U VA TX .00 .00 .53
Totals: 353.80 60.14 30.43
Net/Adj Amount: 293.66
Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
 Transaction Date . : 11/05/2004 Trans Id: 180386 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Employee W/H	Empler Paid
	HOURLY WAGES 10/31/2004	HR	28.30	.00	.00
	HOURLY WAGES 10/31/2004	HR	207.52	.00	.00
	TIP POOL	A 80 AP	160.38	.00	.00
	VB-UNIFORMS	D 94 DE	.00	13.60	.00
	FEDERAL INC TAX	F FT TX	.00	18.20	.00
	F.I.C.A.	F FC TX	.00	18.04	30.30
	FUTA PAID	F UT TX	.00	.00	.00
	FEDERAL INC TAX ON TIPS	F FP TX	.00	12.38	.00
	F.I.C.A. ON TIPS	F CP TX	.00	12.27	.00
	VA INCOME TAX	S VA TX	.00	10.00	.00
	Totals:		396.20	84.49	30.30
	Net/Adj Amount:			311.71	

More...

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYRG218 0

ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:

Employee Id. . . . : 223557834 B REDACTED, B REDACTED.

Transaction Date . : 11/07/2003 Trans Id: 158195 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 49.09

Total Tips: 195.14

Total Sales: .00

Cd/Id/Src

Wage

Emplee W/H Empler Paid

HOURLY WAGES 11/02/2003

HR

122.18

.00

.00

HOURLY WAGES 11/02/2003

HR

109.70

.00

.00

TIP POOL

A 80 AP

195.14

.00

.00

VB-UNIFORMS

D 94 DE

.00

2.00

.00

FEDERAL INC TAX

F FT TX

.00

19.12

.00

F.I.C.A.

F FC TX

.00

17.74

32.67

FUTA PAID

F UT TX

.00

.00

3.42

FEDERAL INC TAX ON TIPS

F FP TX

.00

16.09

.00

F.I.C.A. ON TIPS

F CP TX

.00

14.93

.00

VA INCOME TAX

S VA TX

.00

11.54

.00

Totals: 427.02

81.42

36.73

Net/Adj Amount:

345.60

More...

F3=Exit

F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
Transaction Date . : 11/19/2004 Trans Id: 181236 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
	HOURLY WAGES 11/14/2004	HR	22.37	.00	.00
	HOURLY WAGES 11/14/2004	HR	226.88	.00	.00
	TIP POOL	A 80 AP	171.41	.00	.00
	FEDERAL INC TAX	F FT TX	.00	20.29	.00
	F.I.C.A.	F FC TX	.00	19.07	32.18
	FUTA PAID	F UT TX	.00	.00	.00
	FEDERAL INC TAX ON TIPS	F FP TX	.00	13.96	.00
	F.I.C.A. ON TIPS	F CP TX	.00	13.12	.00
	VA INCOME TAX	S VA TX	.00	11.23	.00
	SUTA PAID	U VA TX	.00	.00	.00
	Totals:		420.66	77.67	32.18
	Net/Adj Amount:			342.99	

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
 Transaction Date . : 11/21/2003 Trans Id: 159003 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

HOURLY WAGES 11/16/2003
 HOURLY WAGES 11/16/2003
 HOURLY WAGES 11/16/2003
 TIP POOL
 FEDERAL INC TAX
 F.I.C.A.
 FUTA PAID
 FEDERAL INC TAX ON TIPS
 F.I.C.A. ON TIPS
 VA INCOME TAX

Total Hours: 47.68

Total Tips: 206.30

Cd/Id/Src

Wage

Total Sales:

.00

Emplee W/H Empler Paid

HR 117.99

.00

.00

HR 13.86

.00

.00

HR 91.90

.00

.00

A 80 AP 206.30

.00

.00

F FT TX .00

18.55

.00

F FC TX .00

17.11

32.90

F UT TX .00

.00

3.44

F FP TX .00

17.11

.00

F CP TX .00

15.78

.00

S VA TX .00

11.70

.00

Totals: 430.05

80.25

36.99

Net/Adj Amount:

349.80

More...

F3=Exit

F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 223557834 B[REDACTED], B[REDACTED] N.
Transaction Date . : 12/03/2004 Trans Id: 182036 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Employee W/H	Empler Paid
	HOURLY WAGES 11/28/2004	HR	17.40	.00	.00
	HOURLY WAGES 11/28/2004	HR	13.59	.00	.00
	HOURLY WAGES 11/28/2004	HR	225.28	.00	.00
	TIP POOL	A 80 AP	155.79	.00	.00
	FEDERAL INC TAX	F FT TX	.00	20.50	.00
	F.I.C.A.	F FC TX	.00	19.60	31.52
	FUTA PAID	F UT TX	.00	.00	.00
	FEDERAL INC TAX ON TIPS	F FP TX	.00	12.46	.00
	F.I.C.A. ON TIPS	F CP TX	.00	11.92	.00
	VA INCOME TAX	S VA TX	.00	10.80	.00
	Totals:		412.06	75.28	31.52
	Net/Adj Amount:			336.78	

More...

F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
Transaction Date . : 12/05/2003 Trans Id: 159781 Src/Act: C Pay Cycle

Type options, press Enter.		Total Hours:	50.52		
5=Display		Total Tips:	201.18	Total Sales:	.00
Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
—	HOURLY WAGES 11/30/2003	HR	121.55	.00	.00
—	HOURLY WAGES 11/30/2003	HR	38.48	.00	.00
—	HOURLY WAGES 11/30/2003	HR	74.80	.00	.00
—	TIP POOL	A 80 AP	201.18	.00	.00
—	FEDERAL INC TAX	F FT TX	.00	19.69	.00
—	F.I.C.A.	F FC TX	.00	17.97	33.35
—	FUTA PAID	F UT TX	.00	.00	3.49
—	FEDERAL INC TAX ON TIPS	F FP TX	.00	16.87	.00
—	F.I.C.A. ON TIPS	F CP TX	.00	15.39	.00
—	VA INCOME TAX	S VA TX	.00	11.99	.00
		Totals:	436.01	81.91	37.49
		Net/Adj Amount:		354.10	

More...

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYRG218 0

ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
 Transaction Date . : 12/17/2004 Trans Id: 182904 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 44.01

Total Tips: 144.47

Total Sales: .00

Cd/Id/Src

Wage

Emplee W/H

Empl'r Paid

HOURLY WAGES 12/12/2004
 HOURLY WAGES 12/12/2004
 TIP POOL
 FEDERAL INC TAX
 F.I.C.A.
 FUTA PAID
 FEDERAL INC TAX ON TIPS
 F.I.C.A. ON TIPS
 VA INCOME TAX
 SUTA PAID

HR 7.90
 HR 233.37
 A 80 AP 144.47
 F FT TX .00
 F FC TX .00
 F UT TX .00
 F FP TX .00
 F CP TX .00
 S VA TX .00
 U VA TX .00
 Totals: 385.74
 Net/Adj Amount:

.00
 .00
 .00
 18.15
 18.45
 .00
 10.87
 11.05
 9.48
 .00
 68.00
 317.74

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 223557834 B[REDACTED], B[REDACTED] N.
Transaction Date . : 12/19/2003 Trans Id: 160631 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 40.08

Total Tips: 143.69

Total Sales: .00

Cd/Id/Src

Wage

Emplee W/H Empler Paid

HOURLY WAGES 12/14/2003

HR

37.53

.00

.00

HOURLY WAGES 12/14/2003

HR

158.70

.00

.00

TIP POOL

A 80 AP

143.69

.00

.00

VB-UNIFORMS

D 94 DE

.00

13.60

.00

FEDERAL INC TAX

F FT TX

.00

13.74

.00

F.I.C.A.

F FC TX

.00

15.01

26.01

FUTA PAID

F UT TX

.00

.00

2.72

FEDERAL INC TAX ON TIPS

F FP TX

.00

10.06

.00

F.I.C.A. ON TIPS

F CP TX

.00

10.99

.00

VA INCOME TAX

S VA TX

.00

7.19

.00

Totals: 339.92

70.59

29.24

Net/Adj Amount:

269.33

More...

F3=Exit

F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 223557834 B[REDACTED], B[REDACTED] N.
Transaction Date . : 2/13/2004 Trans Id: 163881 Src/Act: C Pay Cycle

Type options, press Enter.		Total Hours:	45.76		
5=Display		Total Tips:	170.88	Total Sales:	.00
Opt	Description	Cd/Id/Src	Wage	Employee W/H	Empler Paid
—	HOURLY WAGES 2/08/2004	HR	228.80	.00	.00
—	TIP POOL	A 80 AP	170.88	.00	.00
—	VB-UNIFORMS	D 94 DE	.00	13.60	.00
—	FEDERAL INC TAX	F FT TX	.00	17.81	.00
—	F.I.C.A.	F FC TX	.00	17.51	30.58
—	FUTA PAID	F UT TX	.00	.00	3.20
—	FEDERAL INC TAX ON TIPS	F FP TX	.00	13.30	.00
—	F.I.C.A. ON TIPS	F CP TX	.00	13.07	.00
—	VA INCOME TAX	S VA TX	.00	10.18	.00
—	SUTA PAID	U VA TX	.00	.00	1.96
		Totals:	399.68	85.47	35.74
		Net/Adj Amount:		314.21	

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
Transaction Date . : 2/27/2004 Trans Id: 164644 Src/Act: C Pay Cycle

Type options, press Enter.		Total Hours:	57.61		
5=Display		Total Tips:	232.39	Total Sales:	.00
Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
—	HOURLY WAGES 2/22/2004	HR	24.66	.00	.00
—	HOURLY WAGES 2/22/2004	HR	260.65	.00	.00
—	TIP POOL	A 80 AP	232.39	.00	.00
—	FEDERAL INC TAX	F FT TX	.00	26.90	.00
—	F.I.C.A.	F FC TX	.00	21.82	39.61
—	FUTA PAID	F UT TX	.00	.00	4.14
—	FEDERAL INC TAX ON TIPS	F FP TX	.00	21.91	.00
—	F.I.C.A. ON TIPS	F CP TX	.00	17.78	.00
—	VA INCOME TAX	S VA TX	.00	16.08	.00
—	SUTA PAID	U VA TX	.00	.00	2.54
		Totals:	517.70	104.49	46.29
		Net/Adj Amount:		413.21	

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 223557834 B[REDACTED], B[REDACTED] N.
 Transaction Date . : 3/12/2004 Trans Id: 165471 Src/Act: C Pay Cycle

Type options, press Enter. Total Hours: 50.26
 5=Display Total Tips: 194.76 Total Sales: .00
 Opt Description Cd/Id/Src Wage Employee W/H Empler Paid
 HOURLY WAGES 3/07/2004 HR 251.30 .00 .00
 TIP POOL A 80 AP 194.76 .00 .00
 VB-UNIFORMS D 94 DE .00 14.45 .00
 FEDERAL INC TAX F FT TX .00 21.44 .00
 F.I.C.A. F FC TX .00 19.23 34.13
 FUTA PAID F UT TX .00 .00 3.57
 FEDERAL INC TAX ON TIPS F FP TX .00 16.62 .00
 F.I.C.A. ON TIPS F CP TX .00 14.90 .00
 VA INCOME TAX S VA TX .00 12.50 .00
 SUTA PAID U VA TX .00 .00 2.19
 Totals: 446.06 99.14 39.89
 Net/Adj Amount: 346.92
 Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
Transaction Date . : 3/26/2004 Trans Id: 166244 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Total Sales:	Emplee W/H	Empler Paid
	HOURLY WAGES 3/21/2004	HR	204.50		.00	.00
	TIP POOL	A 80 AP	155.50		.00	.00
	VB-UNIFORMS	D 94 DE	.00		9.20	.00
	FEDERAL INC TAX	F FT TX	.00		14.66	.00
	F.I.C.A.	F FC TX	.00		15.64	27.54
	FUTA PAID	F UT TX	.00		.00	2.88
	FEDERAL INC TAX ON TIPS	F FP TX	.00		11.15	.00
	F.I.C.A. ON TIPS	F CP TX	.00		11.89	.00
	VA INCOME TAX	S VA TX	.00		8.19	.00
	SUTA PAID	U VA TX	.00		.00	1.76
	Totals:		360.00		70.73	32.18
	Net/Adj Amount:				289.27	

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
Transaction Date . : 4/23/2004 Trans Id: 167869 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Employee W/H	Empler Paid
	HOURLY WAGES 4/18/2004	HR	172.85	.00	.00
	HOURLY WAGES 4/18/2004	HR	90.13	.00	.00
	TIP POOL	A 80 AP	123.98	.00	.00
	VB-UNIFORMS	D 94 DE	.00	2.00	.00
	FEDERAL INC TAX	F FT TX	.00	20.75	.00
	F.I.C.A.	F FC TX	.00	20.12	31.04
	FUTA PAID	F UT TX	.00	.00	3.25
	FEDERAL INC TAX ON TIPS	F FP TX	.00	11.28	.00
	F.I.C.A. ON TIPS	F CP TX	.00	10.93	.00
	VA INCOME TAX	S VA TX	.00	10.49	.00
	Totals:		386.96	75.57	36.28
	Net/Adj Amount:			311.39	

More...

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 223557834 B[REDACTED], B[REDACTED] N.
Transaction Date . . : 4/09/2004 Trans Id: 167086 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Employee W/H	Empler Paid
	HOURLY WAGES 4/04/2004	HR	36.09	.00	.00
	HOURLY WAGES 4/04/2004	HR	105.15	.00	.00
	TIP POOL	A 80 AP	115.87	.00	.00
	VB-UNIFORMS	D 94 DE	.00	8.45	.00
	FEDERAL INC TAX	F FT TX	.00	8.53	.00
	F.I.C.A.	F FC TX	.00	10.81	19.67
	FUTA PAID	F UT TX	.00	.00	2.06
	FEDERAL INC TAX ON TIPS	F FP TX	.00	6.99	.00
	F.I.C.A. ON TIPS	F CP TX	.00	8.86	.00
	VA INCOME TAX	S VA TX	.00	3.68	.00
	Totals:		257.11	47.32	22.99
	Net/Adj Amount:			209.79	

More...

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
 Transaction Date . : 5/21/2004 Trans Id: 169509 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 50.94

Total Tips: 174.89

Total Sales: .00

Cd/Id/Src

Wage

Emplee W/H Empler Paid

HOURLY WAGES 5/16/2004
 HOURLY WAGES 5/16/2004
 TIP POOL
 FEDERAL INC TAX
 F.I.C.A.
 FUTA PAID
 FEDERAL INC TAX ON TIPS
 F.I.C.A. ON TIPS
 VA INCOME TAX
 SUTA PAID

HR 80.55
 HR 174.15
 A 80 AP 174.89
 F FT TX .00
 F FC TX .00
 F UT TX .00
 F FP TX .00
 F CP TX .00
 S VA TX .00
 U VA TX .00
 Totals: 429.59
 Net/Adj Amount:

.00
 .00
 .00
 .00
 21.10
 19.48
 .00
 14.49
 13.38
 11.67
 .00
 80.12
 349.47

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
Transaction Date . : 5/07/2004 Trans Id: 168723 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
	HOURLY WAGES 5/02/2004	HR	192.40	.00	.00
	TIP POOL	A 80 AP	134.16	.00	.00
	FEDERAL INC TAX	F FT TX	.00	13.23	.00
	F.I.C.A.	F FC TX	.00	14.72	24.99
	FUTA PAID	F UT TX	.00	.00	2.61
	FEDERAL INC TAX ON TIPS	F FP TX	.00	9.23	.00
	F.I.C.A. ON TIPS	F CP TX	.00	10.27	.00
	VA INCOME TAX	S VA TX	.00	6.52	.00
	SUTA PAID	U VA TX	.00	.00	1.60
Totals:			326.56	53.97	29.20
Net/Adj Amount:				272.59	

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
Transaction Date . : 6/06/2003 Trans Id: 148959 Src/Act: C Pay Cycle

Type options, press Enter. Total Hours: 16.64

5=Display

Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
1	HOURLY WAGES 6/01/2003	HR	85.70	.00	.00
2	VB-UNIFORMS	D 94 DE	.00	42.90	.00
3	FEDERAL INC TAX	F FT TX	.00	.00	.00
4	F.I.C.A.	F FC TX	.00	6.55	6.55
5	FUTA PAID	F UT TX	.00	.00	.69
6	VA INCOME TAX	S VA TX	.00	.00	.00
7	SUTA PAID	U VA TX	.00	.00	.19

Totals: 85.70 49.45 7.43
Net/Adj Amount: 36.25

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 223557834 B[REDACTED], B[REDACTED] N.
 Transaction Date . : 6/18/2004 Trans Id: 171197 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Employee W/H	Empler Paid
	HOURLY WAGES 6/13/2004	HR	300.96	.00	.00
	TIP POOL	A 80 AP	209.67	.00	.00
	VB-UNIFORMS	D 94 DE	.00	13.60	.00
	FEDERAL INC TAX	F FT TX	.00	28.14	.00
	F.I.C.A.	F FC TX	.00	23.03	39.06
	FUTA PAID	F UT TX	.00	.00	4.09
	FEDERAL INC TAX ON TIPS	F FP TX	.00	19.61	.00
	F.I.C.A. ON TIPS	F CP TX	.00	16.04	.00
	VA INCOME TAX	S VA TX	.00	15.72	.00
	SUTA PAID	U VA TX	.00	.00	2.50
	Totals:		510.63	116.14	45.65
	Net/Adj Amount:			394.49	

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry DetailAPYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
 Transaction Date . . : 6/20/2003 Trans Id: 149778 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Employee W/H	Empler Paid
			Total Hours: 31.94		
			Total Tips: 104.76		
				Total Sales: .00	
	HOURLY WAGES 6/15/2003	HR	91.53	.00	.00
	HOURLY WAGES 6/15/2003	HR	29.82	.00	.00
	TIP POOL	A 80 AP	104.76	.00	.00
	VB-UNIFORMS	D 94 DE	.00	5.75	.00
	FEDERAL INC TAX	F FT TX	.00	6.67	.00
	F.I.C.A.	F FC TX	.00	9.29	17.30
	FUTA PAID	F UT TX	.00	.00	1.81
	FEDERAL INC TAX ON TIPS	F FP TX	.00	5.75	.00
	F.I.C.A. ON TIPS	F CP TX	.00	8.02	.00
	VA INCOME TAX	S VA TX	.00	2.75	.00
		Totals:	226.11	38.23	19.61
		Net/Adj Amount:		187.88	

More...

F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
Transaction Date . : 6/04/2004 Trans Id: 170382 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Employee W/H	Empler Paid
	HOURLY WAGES 5/30/2004	HR	11.43	.00	.00
	HOURLY WAGES 5/30/2004	HR	240.57	.00	.00
	TIP POOL	A 80 AP	155.89	.00	.00
	FEDERAL INC TAX	F FT TX	.00	19.98	.00
	F.I.C.A.	F FC TX	.00	19.27	31.20
	FUTA PAID	F UT TX	.00	.00	3.26
	FEDERAL INC TAX ON TIPS	F FP TX	.00	12.36	.00
	F.I.C.A. ON TIPS	F CP TX	.00	11.93	.00
	VA INCOME TAX	S VA TX	.00	10.59	.00
	SUTA PAID	U VA TX	.00	.00	2.00
	Totals:		407.89	74.13	36.46
	Net/Adj Amount:			333.76	

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry-DetailAPYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
 Transaction Date . : 7/03/2003 Trans Id: 150645 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 40.85

Total Tips: 145.48

Total Sales: .00

Cd/Id/Src

Wage

Emplee W/H

Empler Paid

HOURLY WAGES 6/29/2003
 HOURLY WAGES 6/29/2003
 TIP POOL
 FEDERAL INC TAX
 F.I.C.A.
 FUTA PAID
 FEDERAL INC TAX ON TIPS
 F.I.C.A. ON TIPS
 VA INCOME TAX
 SUTA PAID

HR 41.06
 HR 131.04
 A 80 AP 145.48
 F FT TX .00
 F FC TX .00
 F UT TX .00
 F FP TX .00
 F CP TX .00
 S VA TX .00
 U VA TX .00
 Totals: 317.58
 Net/Adj Amount:

.00
 .00
 .00
 .00
 11.69
 13.16
 .00
 9.88
 11.13
 6.07
 .00
 51.93
 265.65

Bottom

F3=Exit

F5=Refresh

Employee Payroll History Inquiry-Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 223557834 B[REDACTED], B[REDACTED] N.
Transaction Date . : 7/16/2004 Trans Id: 173084 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Employee W/H	Empl'r Paid
	HOURLY WAGES 7/11/2004	HR	22.82	.00	.00
	HOURLY WAGES 7/11/2004	HR	33.98	.00	.00
	HOURLY WAGES 7/11/2004	HR	267.19	.00	.00
	TIP POOL	A 80 AP	214.67	.00	.00
	VB-UNIFORMS	D 94 DE	.00	18.85	.00
	FEDERAL INC TAX	F FT TX	.00	31.25	.00
	F.I.C.A.	F FC TX	.00	24.77	41.21
	FUTA PAID	F UT TX	.00	.00	4.31
	FEDERAL INC TAX ON TIPS	F FP TX	.00	20.70	.00
	F.I.C.A. ON TIPS	F CP TX	.00	16.42	.00
	Totals:		538.66	129.12	48.16
	Net/Adj Amount:			409.54	

More...

F3=Exit F5=Refresh

Employee Payroll History Inquiry-DetailAPYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 223557834 B^{REDACTED}, B^{REDACTED} N.
 Transaction Date . : 7/18/2003 Trans Id: 151505 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 37.40

Total Tips: 137.43

Total Sales: .00

Cd/Id/Src

Wage

Emplee W/H Empler Paid

HOURLY WAGES 7/13/2003

HR

53.66

.00

.00

HOURLY WAGES 7/13/2003

HR

99.32

.00

.00

TIP POOL

A 80 AP

137.43

.00

.00

FEDERAL INC TAX

F FT TX

.00

9.93

.00

F.I.C.A.

F FC TX

.00

11.70

22.22

FUTA PAID

F UT TX

.00

.00

2.32

FEDERAL INC TAX ON TIPS

F FP TX

.00

8.92

.00

F.I.C.A. ON TIPS

F CP TX

.00

10.51

.00

VA INCOME TAX

S VA TX

.00

4.71

.00

SUTA PAID

U VA TX

.00

.00

.64

Totals: 290.41

45.77

25.18

Net/Adj Amount:

244.64

Bottom

F3=Exit

F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
Transaction Date . : 7/02/2004 Trans Id: 172160 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

HOURLY WAGES 6/27/2004
HOURLY WAGES 6/27/2004
TIP POOL
FEDERAL INC TAX
F.I.C.A.
FUTA PAID
FEDERAL INC TAX ON TIPS
F.I.C.A. ON TIPS
VA INCOME TAX
SUTA PAID

Total Hours: 62.65

Total Tips: 214.83

Cd/Id/Src

Wage

HR 65.84
HR 264.11
A 80 AP 214.83
F FT TX .00
F FC TX .00
F UT TX .00
F FP TX .00
F CP TX .00
S VA TX .00
U VA TX .00

Totals: 544.78

Net/Adj Amount:

Total Sales: .00

Emplee W/H

Empler Paid

.00
.00
.00
32.02
25.24
.00
20.85
16.44
17.43
.00
111.98

41.68

4.36

.00

.00

.00

2.67

48.71

432.80

Bottom

F3=Exit

F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0

ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:

Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.

Transaction Date . : 7/30/2004 Trans Id: 174063

Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 74.13

Total Tips: 282.76

Total Sales: .00

Cd/Id/Src

Wage

Emplee W/H

Empler Paid

HOURLY WAGES 7/25/2004 HR 27.27 .00 .00

HOURLY WAGES 7/25/2004 HR 375.24 .00 .00

TIP POOL A 80 AP 282.76 .00 .00

VB-UNIFORMS D 94 DE .00 13.60 .00

FEDERAL INC TAX F FT TX .00 43.43 .00

F.I.C.A. F FC TX .00 30.80 52.43

FUTA PAID F UT TX .00 .00 5.48

FEDERAL INC TAX ON TIPS F FP TX .00 30.51 .00

F.I.C.A. ON TIPS F CP TX .00 21.63 .00

VA INCOME TAX S VA TX .00 24.46 .00

Totals: 685.27 164.43 61.27

Net/Adj Amount: 520.84

More...

F3=Exit

F5=Refresh

Employee Payroll History Inquiry-DetailAPYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:

Employee Id. . . . : 223557834 B^{REDACTED}, B^{REDACTED} N.

Transaction Date . : 8/01/2003 Trans Id: 152401 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
	HOURLY WAGES 7/27/2003	HR	82.43	.00	.00
	HOURLY WAGES 7/27/2003	HR	126.32	.00	.00
	TIP POOL	A 80 AP	188.78	.00	.00
	VB-UNIFORMS	D 94 DE	.00	5.75	.00
	FEDERAL INC TAX	F FT TX	.00	16.16	.00
	F.I.C.A.	F FC TX	.00	15.97	30.41
	FUTA PAID	F UT TX	.00	.00	3.18
	FEDERAL INC TAX ON TIPS	F FP TX	.00	14.62	.00
	F.I.C.A. ON TIPS	F CP TX	.00	14.44	.00
	VA INCOME TAX	S VA TX	.00	10.07	.00
	Totals:		397.53	77.01	34.46
	Net/Adj Amount:			320.52	

More...

F3=Exit F5=Refresh

Employee Payroll History Inquiry-DetailAPYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
 Transaction Date . : 8/13/2004 Trans Id: 175045 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 44.96

Total Tips: 170.73

Total Sales: .00

Cd/Id/Src

Wage

Emplee W/H

Empl'r Paid

HOURLY WAGES 8/08/2004 HR 45.41 .00 .00

HOURLY WAGES 8/08/2004 HR 191.79 .00 .00

TIP POOL A 80 AP 170.73 .00 .00

VB-UNIFORMS D 94 DE .00 3.20 .00

FEDERAL INC TAX F FT TX .00 18.80 .00

F.I.C.A. F FC TX .00 18.15 31.20

FUTA PAID F UT TX .00 .00 .29

FEDERAL INC TAX ON TIPS F FP TX .00 13.54 .00

F.I.C.A. ON TIPS F CP TX .00 13.07 .00

VA INCOME TAX S VA TX .00 10.59 .00

Totals: 407.93 77.35 33.49

Net/Adj Amount: 330.58

More...

F3=Exit

F5=Refresh

Employee Payroll History Inquiry-DetailAPYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
 Transaction Date . : 8/15/2003 Trans Id: 153248 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

— HOURLY WAGES 8/10/2003
 — HOURLY WAGES 8/10/2003
 — TIP POOL
 — VB-UNIFORMS
 — FEDERAL INC TAX
 — F.I.C.A.
 — FUTA PAID
 — FEDERAL INC TAX ON TIPS
 — F.I.C.A. ON TIPS
 — VA INCOME TAX

Total Hours: 63.80

Total Tips: 258.15

Cd/Id/Src

Wage

Total Sales: .00

Emplee W/H

Empler Paid

HR 85.58

HR 177.08

A 80 AP 258.15

D 94 DE .00

F FT TX .00

F FC TX .00

F UT TX .00

F FP TX .00

F CP TX .00

S VA TX .00

Totals: 520.81

Net/Adj Amount:

107.36

413.45

39.84

45.16

More...

F3=Exit

F5=Refresh

Employee Payroll History Inquiry-DetailAPYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:

Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.

Transaction Date . : 8/27/2004 Trans Id: 176018 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

—	HOURLY WAGES	8/22/2004
—	HOURLY WAGES	8/22/2004
—	HOURLY WAGES	8/22/2004
—	TIP POOL	
—	FEDERAL INC TAX	
—	F.I.C.A.	
—	FUTA PAID	
—	FEDERAL INC TAX ON TIPS	
—	F.I.C.A. ON TIPS	
—	VA INCOME TAX	

Total Hours: 53.19

Total Tips: 208.60

Cd/Id/Src

Wage

Total Sales:

Emplee W/H Empler Paid

HR	24.05	.00	.00
HR	37.76	.00	.00
HR	219.95	.00	.00
A 80 AP	208.60	.00	.00
F FT TX	.00	25.69	.00
F FC TX	.00	21.54	37.51
F UT TX	.00	.00	.00
F FP TX	.00	19.02	.00
F CP TX	.00	15.95	.00
S VA TX	.00	14.71	.00
Totals:	490.36	96.91	39.91
Net/Adj Amount:		393.45	

More...

F3=Exit

F5=Refresh

Employee Payroll History Inquiry-DetailAPYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:

Employee Id. . . . : 223557834 B^{REDACTED}, B^{REDACTED} N.

Transaction Date . : 8/29/2003 Trans Id: 154140 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

—	HOURLY WAGES	8/24/2003
—	HOURLY WAGES	8/24/2003
—	TIP POOL	
—	VB-UNIFORMS	
—	FEDERAL INC TAX	
—	F.I.C.A.	
—	FUTA PAID	
—	FEDERAL INC TAX ON TIPS	
—	F.I.C.A. ON TIPS	
—	VA INCOME TAX	

Total Hours: 58.89

Total Tips: 217.12

Cd/Id/Src Wage

HR	120.86
HR	109.62
A 80 AP	217.12
D 94 DE	.00
F FT TX	.00
F FC TX	.00
F UT TX	.00
F FP TX	.00
F CP TX	.00
S VA TX	.00

Totals: 447.60

Net/Adj Amount:

Total Sales: .00

Emplee W/H Empler Paid

.00	.00
.00	.00
.00	.00
.00	.00
7.75	.00
19.72	.00
17.62	34.24
.00	3.58
18.57	.00
16.61	.00
12.57	.00
92.84	38.80

354.76

More...

F3=Exit

F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0

ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:

Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.

Transaction Date . : 9/10/2004 Trans Id: 176894

Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 61.38

Total Tips: 210.56

Total Sales: .00

Cd/Id/Src Wage

Emplee W/H Empler Paid

[] HOURLY WAGES 9/05/2004 HR 18.85 .00 .00

[] HOURLY WAGES 9/05/2004 HR 13.28 .00 .00

[] HOURLY WAGES 9/05/2004 HR 300.63 .00 .00

[] TIP POOL A 80 AP 210.56 .00 .00

[] VB-UNIFORMS D 94 DE .00 19.35 .00

[] FEDERAL INC TAX F FT TX .00 32.25 .00

[] F.I.C.A. F FC TX .00 25.46 41.57

[] FUTA PAID F UT TX .00 .00 .00

[] FEDERAL INC TAX ON TIPS F FP TX .00 20.40 .00

[] F.I.C.A. ON TIPS F CP TX .00 16.10 .00

Totals: 543.32 130.92 42.24

Net/Adj Amount: 412.40

More...

F3=Exit

F5=Refresh

Employee Payroll History Inquiry-Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 223557834 B[REDACTED], B[REDACTED] N.
Transaction Date . : 9/12/2003 Trans Id: 154957 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Employee W/H	Empler Paid
	HOURLY WAGES 9/07/2003	HR	130.10	.00	.00
	HOURLY WAGES 9/07/2003	HR	93.06	.00	.00
	TIP POOL	A 80 AP	216.55	.00	.00
	VB-UNIFORMS	D 94 DE	.00	13.60	.00
	FEDERAL INC TAX	F FT TX	.00	18.83	.00
	F.I.C.A.	F FC TX	.00	17.08	33.64
	FUTA PAID	F UT TX	.00	.00	3.52
	FEDERAL INC TAX ON TIPS	F FP TX	.00	18.28	.00
	F.I.C.A. ON TIPS	F CP TX	.00	16.57	.00
	VA INCOME TAX	S VA TX	.00	12.18	.00
	Totals:		439.71	96.54	38.13
	Net/Adj Amount:			343.17	

More...

F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
 Transaction Date . : 9/24/2004 Trans Id: 177808 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 51.01

Total Tips: 181.71

Total Sales: .00

Cd/Id/Src

Wage

Emplee W/H

Empler Paid

HOURLY WAGES 9/19/2004
 HOURLY WAGES 9/19/2004
 HOURLY WAGES 9/19/2004
 TIP POOL
 FEDERAL INC TAX
 F.I.C.A.
 FUTA PAID
 FEDERAL INC TAX ON TIPS
 F.I.C.A. ON TIPS
 VA INCOME TAX

HR 46.75
 HR 33.17
 HR 188.60
 A 80 AP 181.71
 F FT TX .00
 F FC TX .00
 F UT TX .00
 F FP TX .00
 F CP TX .00
 S VA TX .00
 Totals: 450.23
 Net/Adj Amount:

.00
 .00
 .00
 .00
 23.07
 20.56
 .00
 15.62
 13.90
 12.70
 85.85
 364.38

More...

F3=Exit

F5=Refresh

Employee Payroll History Inquiry-DetailAPYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
 Transaction Date . : 9/26/2003 Trans Id: 155805 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Employee W/H	Empl'r Paid
	HOURLY WAGES 9/21/2003	HR	252.99	.00	.00
	TIP POOL	A 80 AP	208.18	.00	.00
	FEDERAL INC TAX	F FT TX	.00	22.12	.00
	F.I.C.A.	F FC TX	.00	19.35	35.28
	FUTA PAID	F UT TX	.00	.00	3.69
	FEDERAL INC TAX ON TIPS	F FP TX	.00	18.21	.00
	F.I.C.A. ON TIPS	F CP TX	.00	15.93	.00
	VA INCOME TAX	S VA TX	.00	13.25	.00
	SUTA PAID	U VA TX	.00	.00	1.01
Totals:			461.17	88.86	39.98
Net/Adj Amount:				372.31	

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry-DetailAPYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 223557834 B REDACTED, B REDACTED N.
 Transaction Date . : 12/31/2004 Trans Id: 183717 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 30.47

Total Tips: 99.26

Cd/Id/Src

Wage

Total Sales: .00

Emplee W/H

Empler Paid

— HOURLY WAGES 12/26/2004
 — HOURLY WAGES 12/26/2004
 — TIP POOL
 — FEDERAL INC TAX
 — F.I.C.A.
 — FUTA PAID
 — FEDERAL INC TAX ON TIPS
 — F.I.C.A. ON TIPS
 — VA INCOME TAX
 — SUTA PAID

HR

19.55

.00

.00

HR

146.08

.00

.00

A 80 AP

99.26

.00

.00

F FT TX

.00

10.19

.00

F FC TX

.00

12.68

20.26

F UT TX

.00

.00

.00

F FP TX

.00

6.11

.00

F CP TX

.00

7.59

.00

S VA TX

.00

3.91

.00

U VA TX

.00

.00

.00

Totals:

264.89

40.48

20.26

Net/Adj

Amount:

224.41

Bottom

F3=Exit

F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 1/02/2004 Trans Id: 161449 Src/Act: C Pay Cycle

Type options, press Enter. Total Hours: 60.21
5=Display Total Tips: 233.35 Total Sales: .00
Opt Description Cd/Id/Src Wage Emplée W/H Emplér Paid
[] HOURLY WAGES 12/28/2003 HR 391.37 .00 .00
[] TIP POOL A 80 AP 233.35 .00 .00
[] FEDERAL INC TAX F FT TX .00 18.22 .00
[] F.I.C.A. F FC TX .00 29.93 47.79
[] FUTA PAID F UT TX .00 .00 5.00
[] FEDERAL INC TAX ON TIPS F FP TX .00 10.87 .00
[] F.I.C.A. ON TIPS F CP TX .00 17.85 .00
[] VA INCOME TAX S VA TX .00 19.89 .00
[] SUTA PAID U VA TX .00 .00 3.06

Totals: 624.72 96.76 55.85
Net/Adj Amount: 527.96

F3=Exit F5=Refresh Bottom

EXHIBIT

2

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 1/03/2003 Trans Id: 140112 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

[] HOURLY WAGES 12/29/2002
[] HOURLY WAGES 12/29/2002
[] TIP POOL
[] FEDERAL INC TAX
[] F.I.C.A.
[] FUTA PAID
[] FEDERAL INC TAX ON TIPS
[] F.I.C.A. ON TIPS
[] VA INCOME TAX
[] SUTA PAID

Total Hours: 49.84

Total Tips: 167.27

Cd/Id/Src

Wage

HR 280.62
HR 26.10
A 80 AP 167.27
F FT TX .00
F FC TX .00
F UT TX .00
F FP TX .00
F CP TX .00
S VA TX .00
U VA TX .00

Totals: 473.99

Net/Adj Amount:

Total Sales: .00

Emplee W/H

Empler Paid

.00
.00
.00
9.14
23.47
.00
4.99
12.80
12.35
.00
62.75
411.24

Bottom

F3=Exit

F5=Refresh

Employee Payroll History Inquiry-Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 1/16/2004 Trans Id: 162304 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

HOURLY WAGES 1/11/2004
HOURLY WAGES 1/11/2004
HOURLY WAGES 1/11/2004
TIP POOL
FEDERAL INC TAX
F.I.C.A.
FUTA PAID
FEDERAL INC TAX ON TIPS
F.I.C.A. ON TIPS
VA INCOME TAX

Total Hours: 77.58

Total Tips: 232.08

Cd/Id/Src

Wage

HR 408.20
HR 62.39
HR 55.80
A 80 AP 232.08
F FT TX .00
F FC TX .00
F UT TX .00
F FP TX .00
F CP TX .00
S VA TX .00

Totals: 758.47

Net/Adj Amount:

Total Sales: .00

Emplee W/H

Empler Paid

.00
.00
.00
.00
34.12
40.28
.00
15.04
17.76
26.58
133.78
624.69

More...

F3=Exit

F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 1/17/2003 Trans Id: 140940 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

[] HOURLY WAGES 1/12/2003
[] TIP POOL
[] FEDERAL INC TAX
[] F.I.C.A.
[] FUTA PAID
[] FEDERAL INC TAX ON TIPS
[] F.I.C.A. ON TIPS
[] VA INCOME TAX
[] SUTA PAID

Total Hours: 50.06

Total Tips: 200.58

Cd/Id/Src

Wage

Total Sales:

Emplee W/H

Empler Paid

HR	300.36	.00	.00
A 80 AP	200.58	.00	.00
F FT TX	.00	9.86	.00
F FC TX	.00	22.97	38.32
F UT TX	.00	.00	4.01
F FP TX	.00	6.58	.00
F CP TX	.00	15.35	.00
S VA TX	.00	13.70	.00
U VA TX	.00	.00	1.10

Totals: 500.94

68.46

43.43

Net/Adj Amount:

432.48

Bottom

F3=Exit

F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 1/30/2004 Trans Id: 163084 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Employee W/H	Empler Paid
	HOURLY WAGES 1/25/2004	HR	409.37	.00	.00
	HOURLY WAGES 1/25/2004	HR	56.36	.00	.00
	TIP POOL	A 80 AP	240.14	.00	.00
	FEDERAL INC TAX	F FT TX	.00	27.23	.00
	F.I.C.A.	F FC TX	.00	35.62	54.00
	FUTA PAID	F UT TX	.00	.00	5.65
	FEDERAL INC TAX ON TIPS	F FP TX	.00	14.04	.00
	F.I.C.A. ON TIPS	F CP TX	.00	18.37	.00
	VA INCOME TAX	S VA TX	.00	23.95	.00
	SUTA PAID	U VA TX	.00	.00	3.46
	Totals:		705.87	119.21	63.11
	Net/Adj Amount:			586.66	

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 1/31/2003 Trans Id: 141774 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

[] HOURLY WAGES 1/26/2003
[] TIP POOL
[] FEDERAL INC TAX
[] F.I.C.A.
[] FUTA PAID
[] FEDERAL INC TAX ON TIPS
[] F.I.C.A. ON TIPS
[] VA INCOME TAX
[] SUTA PAID

Total Hours: 42.16

Total Tips: 127.98

Cd/Id/Src Wage

HR 252.96
A 80 AP 127.98
F FT TX .00
F FC TX .00
F UT TX .00
F FP TX .00
F CP TX .00
S VA TX .00
U VA TX .00

Total Sales: .00

Emplee W/H Empler Paid

.00 .00
.00 .00
2.95 .00
19.34 29.14
.00 3.05
1.49 .00
9.79 .00
7.70 .00
.00 .84

Totals: 380.94

Net/Adj Amount:

41.27

339.67

33.03

Bottom

F3=Exit

F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 10/10/2003 Trans Id: 156612 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 55.21

Total Tips: 201.35

Total Sales: .00

Cd/Id/Src

Wage

Emplee W/H

Empler Paid

HOURLY WAGES 10/05/2003
HOURLY WAGES 10/05/2003
TIP POOL
VB-UNIFORMS
FEDERAL INC TAX
F.I.C.A.
FUTA PAID
FEDERAL INC TAX ON TIPS
F.I.C.A. ON TIPS
VA INCOME TAX

HR 303.06
HR 39.95
A 80 AP 201.35
D 94 DE .00
F FT TX .00
F FC TX .00
F UT TX .00
F FP TX .00
F CP TX .00
S VA TX .00

.00 .00
.00 .00
.00 .00
5.75 .00
12.85 .00
26.24 41.64
.00 .00
7.55 .00
15.40 .00
15.87 .00

Totals: 544.36

83.66 41.64

Net/Adj Amount:

460.70

More...

F3=Exit

F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 10/11/2002 Trans Id: 135371 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

HOURLY WAGES 10/06/2002
TIP POOL
FEDERAL INC TAX
F.I.C.A.
FUTA PAID
FEDERAL INC TAX ON TIPS
F.I.C.A. ON TIPS
VA INCOME TAX
SUTA PAID

Total Hours: 44.54

Total Tips: 153.27

Cd/Id/Src Wage

HR 267.24
A 80 AP 153.27
F FT TX .00
F FC TX .00
F UT TX .00
F FP TX .00
F CP TX .00
S VA TX .00
U VA TX .00

Total Sales: .00

Emplee W/H Empler Paid

.00 .00
.00 .00
5.58 .00
20.44 32.17
.00 3.36
3.20 .00
11.72 .00
9.68 .00
.00 .42

Totals: 420.51

Net/Adj Amount:

50.62 35.95

369.89

Bottom

F3=Exit

F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 10/24/2003 Trans Id: 157438 Src/Act: C Pay Cycle

Type options, press Enter. Total Hours: 81.60
5=Display Total Tips: 264.66 Total Sales: .00
Opt Description Cd/Id/Src Wage Emplie W/H Empler Paid
[] HOURLY WAGES 10/19/2003 HR 419.19 .00 .00
[] HOURLY WAGES 10/19/2003 HR 127.67 .00 .00
[] TIP POOL A 80 AP 264.66 .00 .00
[] FEDERAL INC TAX F FT TX .00 38.48 .00
[] F.I.C.A. F FC TX .00 41.84 62.08
[] FUTA PAID F UT TX .00 .00 .00
[] FEDERAL INC TAX ON TIPS F FP TX .00 18.63 .00
[] F.I.C.A. ON TIPS F CP TX .00 20.25 .00
[] VA INCOME TAX S VA TX .00 29.46 .00
[] SUTA PAID U VA TX .00 .00 .00
Totals: 811.52 148.66 62.08
Net/Adj Amount: 662.86
Bottom
F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 10/25/2002 Trans Id: 136189 Src/Act: C Pay Cycle

Type options, press Enter. Total Hours: 30.11
5=Display Total Tips: 92.89 Total Sales: .00
Opt Description Cd/Id/Src Wage Emplée W/H Emplér Paid
[] HOURLY WAGES 10/20/2002 HR 180.66 .00 .00
[] TIP POOL A 80 AP 92.89 .00 .00
[] FEDERAL INC TAX F FT TX .00 .00 .00
[] F.I.C.A. F FC TX .00 13.83 20.93
[] FUTA PAID F UT TX .00 .00 2.19
[] FEDERAL INC TAX ON TIPS F FP TX .00 .00 .00
[] F.I.C.A. ON TIPS F CP TX .00 7.11 .00
[] VA INCOME TAX S VA TX .00 3.25 .00
[] SUTA PAID U VA TX .00 .00 .27

Totals: 273.55 24.19 23.39
Net/Adj Amount: 249.36

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 11/07/2003 Trans Id: 158212 Src/Act: C Pay Cycle

Type options, press Enter.		Total Hours:	62.29		
5=Display		Total Tips:	241.26	Total Sales:	.00
Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
[]	HOURLY WAGES 11/02/2003	HR	404.89	.00	.00
[]	TIP POOL	A 80 AP	241.26	.00	.00
[]	VB-UNIFORMS	D 94 DE	.00	39.69	.00
[]	FEDERAL INC TAX	F FT TX	.00	20.25	.00
[]	F.I.C.A.	F FC TX	.00	30.97	49.43
[]	FUTA PAID	F UT TX	.00	.00	.00
[]	FEDERAL INC TAX ON TIPS	F FP TX	.00	12.06	.00
[]	F.I.C.A. ON TIPS	F CP TX	.00	18.46	.00
[]	VA INCOME TAX	S VA TX	.00	20.96	.00
[]	SUTA PAID	U VA TX	.00	.00	.00
		Totals:	646.15	142.39	49.43
		Net/Adj Amount:		503.76	

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 11/08/2002 Trans Id: 136941 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

HOURLY WAGES 11/03/2002
HOURLY WAGES 11/03/2002
TIP POOL
FEDERAL INC TAX
F.I.C.A.
FUTA PAID
FEDERAL INC TAX ON TIPS
F.I.C.A. ON TIPS
VA INCOME TAX
SUTA PAID

Total Hours: 48.85

Total Tips: 136.50

Cd/Id/Src

Wage

HR 259.38
HR 39.34
A 80 AP 136.50
F FT TX .00
F FC TX .00
F UT TX .00
F FP TX .00
F CP TX .00
S VA TX .00
U VA TX .00

Totals: 435.22

Net/Adj Amount:

Total Sales: .00

Emplee W/H

Empler Paid

.00
.00
.00
7.04
22.85
.00
3.21
10.44
10.42
.00
53.96
37.21

381.26

Bottom

F3=Exit

F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 11/21/2003 Trans Id: 159020 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 69.03

Total Tips: 278.57

Total Sales: .00

Cd/Id/Src

Wage

Emplee W/H

Empler Paid

HOURLY WAGES 11/16/2003
HOURLY WAGES 11/16/2003
TIP POOL
FEDERAL INC TAX
F.I.C.A.
FUTA PAID
FEDERAL INC TAX ON TIPS
F.I.C.A. ON TIPS
VA INCOME TAX
SUTA PAID

HR 420.23
HR 32.85
A 80 AP 278.57
F FT TX .00
F FC TX .00
F UT TX .00
F FP TX .00
F CP TX .00
S VA TX .00
U VA TX .00

.00
.00
.00
27.95
34.65
.00
17.18
21.31
25.24
.00

Totals: 731.65

126.33 55.97

Net/Adj Amount:

605.32

Bottom

F3=Exit

F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
 Transaction Date . : 11/22/2002 Trans Id: 137752 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 53.13

Total Tips: 161.74

Total Sales: .00

Cd/Id/Src

Wage

Emplee W/H

Empler Paid

HOURLY WAGES 11/17/2002

HR

257.64

.00

.00

HOURLY WAGES 11/17/2002

HR

46.50

.00

.00

HOURLY WAGES 11/17/2002

HR

33.04

.00

.00

TIP POOL

A 80 AP

161.74

.00

.00

FEDERAL INC TAX

F FT TX

.00

11.23

.00

F.I.C.A.

F FC TX

.00

25.79

38.16

FUTA PAID

F UT TX

.00

.00

3.99

FEDERAL INC TAX ON TIPS

F FP TX

.00

5.39

.00

F.I.C.A. ON TIPS

F CP TX

.00

12.38

.00

VA INCOME TAX

S VA TX

.00

13.60

.00

Totals: 498.92

68.39

42.65

Net/Adj Amount:

430.53

More...

F3=Exit

F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 12/05/2003 Trans Id: 159796 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
	HOURLY WAGES 11/30/2003	HR	402.87	.00	.00
	TIP POOL	A 80 AP	241.02	.00	.00
	FEDERAL INC TAX	F FT TX	.00	20.00	.00
	F.I.C.A.	F FC TX	.00	30.83	49.26
	FUTA PAID	F UT TX	.00	.00	.00
	FEDERAL INC TAX ON TIPS	F FP TX	.00	11.97	.00
	F.I.C.A. ON TIPS	F CP TX	.00	18.43	.00
	VA INCOME TAX	S VA TX	.00	20.85	.00
	SUTA PAID	U VA TX	.00	.00	.00
Totals:			643.89	102.08	49.26
Net/Adj Amount:				541.81	

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 12/06/2002 Trans Id: 138517 Src/Act: C Pay Cycle

Type options, press Enter. Total Hours: 46.80
5=Display Total Tips: 152.98 Total Sales: .00
Opt Description Cd/Id/Src Wage Employee W/H Empler Paid
[] HOURLY WAGES 12/01/2002 HR 265.50 .00 .00
[] HOURLY WAGES 12/01/2002 HR 17.85 .00 .00
[] TIP POOL A 80 AP 152.98 .00 .00
[] FEDERAL INC TAX F FT TX .00 6.73 .00
[] F.I.C.A. F FC TX .00 21.68 33.38
[] FUTA PAID F UT TX .00 .00 .25
[] FEDERAL INC TAX ON TIPS F FP TX .00 3.63 .00
[] F.I.C.A. ON TIPS F CP TX .00 11.70 .00
[] VA INCOME TAX S VA TX .00 10.47 .00
[] SUTA PAID U VA TX .00 .00 .44
Totals: 436.33 54.21 34.07
Net/Adj Amount: 382.12
Bottom
F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
 Transaction Date . : 12/19/2003 Trans Id: 160647 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 59.98

Total Tips: 118.92

Total Sales: .00

Cd/Id/Src

Wage

Emplee W/H

Empler Paid

HOURLY WAGES 12/14/2003 HR 226.07 .00 .00

HOURLY WAGES 12/14/2003 HR 163.80 .00 .00

TIP POOL A 80 AP 118.92 .00 .00

FEDERAL INC TAX F FT TX .00 12.90 .00

F.I.C.A. F FC TX .00 29.82 38.92

FUTA PAID F UT TX .00 .00 .00

FEDERAL INC TAX ON TIPS F FP TX .00 3.94 .00

F.I.C.A. ON TIPS F CP TX .00 9.09 .00

VA INCOME TAX S VA TX .00 14.09 .00

SUTA PAID U VA TX .00 .00 .00

Totals: 508.79 69.84 38.92

Net/Adj Amount: 438.95

Bottom

F3=Exit

F5=Refresh

Employee Payroll History Inquiry Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 12/20/2002 Trans Id: 139337 Src/Act: C Pay Cycle

Type options, press Enter.		Total Hours:	51.51		
5=Display		Total Tips:	118.88	Total Sales:	.00
Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
[]	HOURLY WAGES 12/15/2002	HR	244.20	.00	.00
[]	HOURLY WAGES 12/15/2002	HR	91.89	.00	.00
[]	TIP POOL	A 80 AP	118.88	.00	.00
[]	FEDERAL INC TAX	F FT TX	.00	9.03	.00
[]	F.I.C.A.	F FC TX	.00	25.71	34.81
[]	FUTA PAID	F UT TX	.00	.00	.00
[]	FEDERAL INC TAX ON TIPS	F FP TX	.00	3.20	.00
[]	F.I.C.A. ON TIPS	F CP TX	.00	9.09	.00
[]	VA INCOME TAX	S VA TX	.00	11.40	.00
[]	SUTA PAID	U VA TX	.00	.00	.45
		Totals:	454.97	58.43	35.26
		Net/Adj Amount:		396.54	

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 2/13/2004 Trans Id: 163899 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 77.72

Total Tips: 188.88

Total Sales: .00

Cd/Id/Src

Wage

Emplee W/H

Empler Paid

HOURLY WAGES 2/08/2004
HOURLY WAGES 2/08/2004
TIP POOL
FEDERAL INC TAX
F.I.C.A.
FUTA PAID
FEDERAL INC TAX ON TIPS
F.I.C.A. ON TIPS
VA INCOME TAX
SUTA PAID

HR 345.02
HR 209.44
A 80 AP 188.88
F FT TX .00
F FC TX .00
F UT TX .00
F FP TX .00
F CP TX .00
S VA TX .00
U VA TX .00

.00 .00
.00 .00
.00 .00
34.98 .00
42.42 56.87
.00 5.95
11.91 .00
14.45 .00
25.82 .00
.00 3.64

Totals: 743.34

129.58

66.46

Net/Adj Amount:

613.76

Bottom

F3=Exit

F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 2/14/2003 Trans Id: 142576 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
			Total Hours: 56.79		
			Total Tips: 189.90		
			Total Sales: .00		
	HOURLY WAGES 2/09/2003	HR	323.76	.00	.00
	HOURLY WAGES 2/09/2003	HR	19.81	.00	.00
	TIP POOL	A 80 AP	189.90	.00	.00
	VB-UNIFORMS	D 94 DE	.00	5.75	.00
	FEDERAL INC TAX	F FT TX	.00	12.68	.00
	F.I.C.A.	F FC TX	.00	26.29	40.82
	FUTA PAID	F UT TX	.00	.00	4.27
	FEDERAL INC TAX ON TIPS	F FP TX	.00	7.01	.00
	F.I.C.A. ON TIPS	F CP TX	.00	14.52	.00
	VA INCOME TAX	S VA TX	.00	15.33	.00
		Totals:	533.47	81.58	46.26
		Net/Adj Amount:		451.89	

More...

F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 2/27/2004 Trans Id: 164663 Src/Act: C Pay Cycle

Type options, press Enter.		Total Hours:	63.90		
5=Display		Total Tips:	244.86	Total Sales:	.00
Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
[]	HOURLY WAGES 2/22/2004	HR	415.35	.00	.00
[]	TIP POOL	A 80 AP	244.86	.00	.00
[]	FEDERAL INC TAX	F FT TX	.00	21.65	.00
[]	F.I.C.A.	F FC TX	.00	31.77	50.50
[]	FUTA PAID	F UT TX	.00	.00	5.28
[]	FEDERAL INC TAX ON TIPS	F FP TX	.00	12.77	.00
[]	F.I.C.A. ON TIPS	F CP TX	.00	18.73	.00
[]	VA INCOME TAX	S VA TX	.00	21.66	.00
[]	SUTA PAID	U VA TX	.00	.00	3.24
		Totals:	660.21	106.58	59.02
		Net/Adj Amount:		553.63	

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 2/28/2003 Trans Id: 143330 Src/Act: C Pay Cycle

Type options, press Enter.		Total Hours:	51.10		
5=Display		Total Tips:	165.50	Total Sales:	.00
Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
[]	HOURLY WAGES 2/23/2003	HR	265.20	.00	.00
[]	HOURLY WAGES 2/23/2003	HR	58.65	.00	.00
[]	TIP POOL	A 80 AP	165.50	.00	.00
[]	FEDERAL INC TAX	F FT TX	.00	10.11	.00
[]	F.I.C.A.	F FC TX	.00	24.78	37.44
[]	FUTA PAID	F UT TX	.00	.00	3.91
[]	FEDERAL INC TAX ON TIPS	F FP TX	.00	5.17	.00
[]	F.I.C.A. ON TIPS	F CP TX	.00	12.66	.00
[]	VA INCOME TAX	S VA TX	.00	13.12	.00
[]	SUTA PAID	U VA TX	.00	.00	1.08
		Totals:	489.35	65.84	42.43
		Net/Adj Amount:		423.51	

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 3/12/2004 Trans Id: 165489 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

[] HOURLY WAGES 3/07/2004
[] TIP POOL
[] FEDERAL INC TAX
[] F.I.C.A.
[] FUTA PAID
[] FEDERAL INC TAX ON TIPS
[] F.I.C.A. ON TIPS
[] VA INCOME TAX
[] SUTA PAID

Total Hours: 12.77

Total Tips: 38.09

Cd/Id/Src

Wage

Total Sales:

Emplee W/H Empler Paid

HR	83.01	.00	.00
A 80 AP	38.09	.00	.00
F FT TX	.00	.00	.00
F FC TX	.00	6.36	9.27
F UT TX	.00	.00	.97
F FP TX	.00	.00	.00
F CP TX	.00	2.91	.00
S VA TX	.00	.00	.00
U VA TX	.00	.00	.59

Totals: 121.10

Net/Adj Amount:

9.27

111.83

10.83

Bottom

F3=Exit

F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 3/14/2003 Trans Id: 144130 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 63.18

Total Tips: 175.33

Total Sales: .00

Cd/Id/Src

Wage

Emplee W/H

Empler Paid

HOURLY WAGES 3/09/2003
HOURLY WAGES 3/09/2003
TIP POOL
FEDERAL INC TAX
F.I.C.A.
FUTA PAID
FEDERAL INC TAX ON TIPS
F.I.C.A. ON TIPS
VA INCOME TAX
SUTA PAID

HR 315.90
HR 73.71
A 80 AP 175.33
F FT TX .00
F FC TX .00
F UT TX .00
F FP TX .00
F CP TX .00
S VA TX .00
U VA TX .00

.00
.00
.00
15.80
29.80
.00
7.11
13.41
16.90
.00

Totals: 564.94

83.02

48.98

Net/Adj Amount:

481.92

Bottom

F3=Exit

F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 3/28/2003 Trans Id: 144900 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 47.34

Total Tips: 146.43

Total Sales: .00

Cd/Id/Src

Wage

Emplee W/H Empler Paid

HOURLY WAGES 3/23/2003
HOURLY WAGES 3/23/2003
TIP POOL
FEDERAL INC TAX
F.I.C.A.
FUTA PAID
FEDERAL INC TAX ON TIPS
F.I.C.A. ON TIPS
VA INCOME TAX
SUTA PAID

HR 241.74
HR 52.88
A 80 AP 146.43
F FT TX .00
F FC TX .00
F UT TX .00
F FP TX .00
F CP TX .00
S VA TX .00
U VA TX .00

.00 .00
.00 .00
.00 .00
6.98 .00
22.54 33.75
.00 3.53
3.47 .00
11.20 .00
10.71 .00
.00 .97

Totals: 441.05

54.90 38.25

Net/Adj Amount:

386.15

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 4/11/2003 Trans Id: 145719 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

[] HOURLY WAGES 4/06/2003
[] HOURLY WAGES 4/06/2003
[] HOURLY WAGES 4/06/2003
[] TIP POOL
[] FEDERAL INC TAX
[] F.I.C.A.
[] FUTA PAID
[] FEDERAL INC TAX ON TIPS
[] F.I.C.A. ON TIPS
[] VA INCOME TAX

Total Hours: 47.12

Total Tips: 130.43

Cd/Id/Src

Wage

HR 221.58
HR 34.00
HR 46.43
A 80 AP 130.43
F FT TX .00
F FC TX .00
F UT TX .00
F FP TX .00
F CP TX .00
S VA TX .00

Totals: 432.44

Net/Adj Amount:

Total Sales: .00

Emplee W/H

Empler Paid

.00
.00
.00
.00
6.70
23.11
.00
2.89
9.98
10.28
52.96
379.48

More...

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 4/12/2002 Trans Id: 124043 Src/Act: C Pay Cycle

Type options, press Enter. Total Hours: 14.49

5=Display

Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
	HOURLY WAGES 4/07/2002	HR	101.43	.00	.00
	VB-UNIFORMS	D 94 DE	.00	12.00	.00
	FEDERAL INC TAX	F FT TX	.00	.00	.00
	F.I.C.A.	F FC TX	.00	7.76	7.76
	FUTA PAID	F UT TX	.00	.00	.81
	VA INCOME TAX	S VA TX	.00	.00	.00
	SUTA PAID	U VA TX	.00	.00	.10

Totals: 101.43 19.76 8.67
Net/Adj Amount: 81.67

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 4/25/2003 Trans Id: 146498 Src/Act: C Pay Cycle

Type options, press Enter.		Total Hours:	47.83		
5=Display		Total Tips:	174.73	Total Sales:	.00
Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
[]	HOURLY WAGES 4/20/2003	HR	286.98	.00	.00
[]	TIP POOL	A 80 AP	174.73	.00	.00
[]	VB-UNIFORMS	D 94 DE	.00	35.99	.00
[]	FEDERAL INC TAX	F FT TX	.00	7.78	.00
[]	F.I.C.A.	F FC TX	.00	21.95	35.32
[]	FUTA PAID	F UT TX	.00	.00	3.69
[]	FEDERAL INC TAX ON TIPS	F FP TX	.00	4.74	.00
[]	F.I.C.A. ON TIPS	F CP TX	.00	13.36	.00
[]	VA INCOME TAX	S VA TX	.00	11.74	.00
[]	SUTA PAID	U VA TX	.00	.00	1.02
		Totals:	461.71	95.56	40.03
		Net/Adj Amount:		366.15	

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 4/26/2002 Trans Id: 125170 Src/Act: C Pay Cycle

Type options, press Enter. Total Hours: 54.12
5=Display

Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
[]	HOURLY WAGES 4/21/2002	HR	378.84	.00	.00
[]	FEDERAL INC TAX	F FT TX	.00	4.61	.00
[]	F.I.C.A.	F FC TX	.00	28.98	28.98
[]	FUTA PAID	F UT TX	.00	.00	3.03
[]	VA INCOME TAX	S VA TX	.00	7.60	.00
[]	SUTA PAID	U VA TX	.00	.00	.38

Totals: 378.84 41.19 32.39
Net/Adj Amount: 337.65

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 5/09/2003 Trans Id: 147333 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

[.] HOURLY WAGES 5/04/2003
[.] HOURLY WAGES 5/04/2003
[.] HOURLY WAGES 5/04/2003
[.] TIP POOL
[.] FEDERAL INC TAX
[.] F.I.C.A.
[.] FUTA PAID
[.] FEDERAL INC TAX ON TIPS
[.] F.I.C.A. ON TIPS
[.] VA INCOME TAX

Total Hours: 61.15

Total Tips: 114.02

Cd/Id/Src

Wage

HR 213.66
HR 155.98
HR 53.93
A 80 AP 114.02
F FT TX .00
F FC TX .00
F UT TX .00
F FP TX .00
F CP TX .00
S VA TX .00

Totals: 537.59

Net/Adj Amount:

Total Sales: .00

Emplee W/H

Empler Paid

.00
.00
.00
.00
15.84
32.41
.00
4.27
8.72
15.53
76.77

.00
.00
.00
.00
.00
41.13
4.30
.00
.00
.00
46.61

More...

F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 5/10/2002 Trans Id: 126037 Src/Act: C Pay Cycle

Type options, press Enter. Total Hours: 55.75
5=Display

Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
[]	HOURLY WAGES 5/05/2002	HR	390.25	.00	.00
[]	VB-UNIFORMS	D 94 DE	.00	5.75	.00
[]	FEDERAL INC TAX	F FT TX	.00	5.76	.00
[]	F.I.C.A.	F FC TX	.00	29.85	29.86
[]	FUTA PAID	F UT TX	.00	.00	3.12
[]	VA INCOME TAX	S VA TX	.00	8.17	.00
[]	SUTA PAID	U VA TX	.00	.00	.39

Totals: 390.25 49.53 33.37
Net/Adj Amount: 340.72

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 5/23/2003 Trans Id: 148129 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Employee W/H	Empler Paid
	HOURLY WAGES 5/18/2003	HR	197.16	.00	.00
	HOURLY WAGES 5/18/2003	HR	187.34	.00	.00
	HOURLY WAGES 5/18/2003	HR	15.75	.00	.00
	TIP POOL	A 80 AP	114.68	.00	.00
	FEDERAL INC TAX	F FT TX	.00	13.87	.00
	F.I.C.A.	F FC TX	.00	30.62	39.40
	FUTA PAID	F UT TX	.00	.00	4.12
	FEDERAL INC TAX ON TIPS	F FP TX	.00	3.97	.00
	F.I.C.A. ON TIPS	F CP TX	.00	8.77	.00
	VA INCOME TAX	S VA TX	.00	14.40	.00
	Totals:		514.93	71.63	44.65
	Net/Adj Amount:			443.30	

More...

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 5/24/2002 Trans Id: 126881 Src/Act: C Pay Cycle

Type options, press Enter. Total Hours: 47.61

5=Display

Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
[]	HOURLY WAGES 5/19/2002	HR	333.27	.00	.00
[]	FEDERAL INC TAX	F FT TX	.00	.06	.00
[]	F.I.C.A.	F FC TX	.00	25.49	25.49
[]	FUTA PAID	F UT TX	.00	.00	2.67
[]	VA INCOME TAX	S VA TX	.00	5.32	.00
[]	SUTA PAID	U VA TX	.00	.00	.33

Totals: 333.27 30.87 28.49

Net/Adj Amount: 302.40

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
 Transaction Date . : 6/06/2003 Trans Id: 148976 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Employee W/H	Empler Paid
			Total Hours: 69.61		
			Total Tips: 235.92		
			Total Sales: .00		
	HOURLY WAGES 6/01/2003	HR	372.96	.00	.00
	HOURLY WAGES 6/01/2003	HR	63.50	.00	.00
	TIP POOL	A 80 AP	235.92	.00	.00
	FEDERAL INC TAX	F FT TX	.00	23.52	.00
	F.I.C.A.	F FC TX	.00	33.39	51.44
	FUTA PAID	F UT TX	.00	.00	5.38
	FEDERAL INC TAX ON TIPS	F FP TX	.00	12.72	.00
	F.I.C.A. ON TIPS	F CP TX	.00	18.05	.00
	VA INCOME TAX	S VA TX	.00	22.27	.00
	SUTA PAID	U VA TX	.00	.00	1.48
		Totals:	672.38	109.95	58.30
		Net/Adj Amount:		562.43	

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 6/07/2002 Trans Id: 127786 Src/Act: C Pay Cycle

Type options, press Enter. Total Hours: 51.98
5=Display

Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
[]	HOURLY WAGES 6/02/2002	HR	288.89	.00	.00
[]	HOURLY WAGES 6/02/2002	HR	91.04	.00	.00
[]	FEDERAL INC TAX	F FT TX	.00	4.72	.00
[]	F.I.C.A.	F FC TX	.00	29.07	29.07
[]	FUTA PAID	F UT TX	.00	.00	3.04
[]	VA INCOME TAX	S VA TX	.00	7.65	.00
[]	SUTA PAID	U VA TX	.00	.00	.38

Totals: 379.93 41.44 32.49
Net/Adj Amount: 338.49

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 6/20/2003 Trans Id: 149796 Src/Act: C Pay Cycle

Type options, press Enter.		Total Hours:	57.86		
5=Display		Total Tips:	205.56	Total Sales:	.00
Opt	Description	Cd/Id/Src	Wage	Employee W/H	Empler Paid
[]	HOURLY WAGES 6/15/2003	HR	347.16	.00	.00
[]	TIP POOL	A 80 AP	205.56	.00	.00
[]	FEDERAL INC TAX	F FT TX	.00	13.33	.00
[]	F.I.C.A.	F FC TX	.00	26.57	42.28
[]	FUTA PAID	F UT TX	.00	.00	4.42
[]	FEDERAL INC TAX ON TIPS	F FP TX	.00	7.90	.00
[]	F.I.C.A. ON TIPS	F CP TX	.00	15.72	.00
[]	VA INCOME TAX	S VA TX	.00	16.29	.00
[]	SUTA PAID	U VA TX	.00	.00	1.22
		Totals:	552.72	79.81	47.92
		Net/Adj Amount:		472.91	
					Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 6/21/2002 Trans Id: 128639 Src/Act: C Pay Cycle

Type options, press Enter. Total Hours: 61.61
5=Display

Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
[]	HOURLY WAGES 6/16/2002	HR	344.68	.00	.00
[]	HOURLY WAGES 6/16/2002	HR	179.01	.00	.00
[]	FEDERAL INC TAX	F FT TX	.00	19.10	.00
[]	F.I.C.A.	F FC TX	.00	40.07	40.06
[]	FUTA PAID	F UT TX	.00	.00	4.19
[]	VA INCOME TAX	S VA TX	.00	14.84	.00
[]	SUTA PAID	U VA TX	.00	.00	.52

Totals: 523.69 74.01 44.77
Net/Adj Amount: 449.68

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 7/03/2003 Trans Id: 150662 Src/Act: C Pay Cycle

Type options, press Enter. Total Hours: 66.67
5=Display Total Tips: 180.54 Total Sales: .00
Opt Description Cd/Id/Src Wage Emplée W/H Emplér Paid
[] HOURLY WAGES 6/29/2003 HR 294.12 .00 .00
[] HOURLY WAGES 6/29/2003 HR 150.03 .00 .00
[] TIP POOL A 80 AP 180.54 .00 .00
[] FEDERAL INC TAX F FT TX .00 20.68 .00
[] F.I.C.A. F FC TX .00 33.98 47.79
[] FUTA PAID F UT TX .00 .00 3.55
[] FEDERAL INC TAX ON TIPS F FP TX .00 8.41 .00
[] F.I.C.A. ON TIPS F CP TX .00 13.81 .00
[] VA INCOME TAX S VA TX .00 19.89 .00
[] SUTA PAID U VA TX .00 .00 1.37
Totals: 624.69 96.77 52.71
Net/Adj Amount: 527.92
Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 7/05/2002 Trans Id: 129526 Src/Act: C Pay Cycle

Type options, press Enter. Total Hours: 54.67
5=Display

Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
[]	HOURLY WAGES 6/30/2002	HR	464.70	.00	.00
[]	FEDERAL INC TAX	F FT TX	.00	13.20	.00
[]	F.I.C.A.	F FC TX	.00	35.55	35.55
[]	FUTA PAID	F UT TX	.00	.00	3.72
[]	VA INCOME TAX	S VA TX	.00	11.89	.00
[]	SUTA PAID	U VA TX	.00	.00	.46

Totals: 464.70 60.64 39.73
Net/Adj Amount: 404.06
Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 7/18/2003 Trans Id: 151523 Src/Act: C Pay Cycle

Type options, press Enter. Total Hours: 62.60
5=Display Total Tips: 181.17 Total Sales: .00
Opt Description Cd/Id/Src Wage Emplée W/H Empler Paid
[] HOURLY WAGES 7/13/2003 HR 293.22 .00 .00
[] HOURLY WAGES 7/13/2003 HR 116.71 .00 .00
[] TIP POOL A 80 AP 181.17 .00 .00
[] FEDERAL INC TAX F FT TX .00 17.39 .00
[] F.I.C.A. F FC TX .00 31.36 45.22
[] FUTA PAID F UT TX .00 .00 .00
[] FEDERAL INC TAX ON TIPS F FP TX .00 7.68 .00
[] F.I.C.A. ON TIPS F CP TX .00 13.86 .00
[] VA INCOME TAX S VA TX .00 18.21 .00
[] SUTA PAID U VA TX .00 .00 1.30
Totals: 591.10 88.50 46.52
Net/Adj Amount: 502.60
Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 7/19/2002 Trans Id: 130374 Src/Act: C Pay Cycle

Type options, press Enter. Total Hours: 71.15
5=Display

Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
..	HOURLY WAGES 7/14/2002	HR	608.64	.00	.00
..	HOURLY WAGES 7/14/2002	HR	.14	.00	.00
..	FEDERAL INC TAX	F FT TX	.00	30.07	.00
..	F.I.C.A.	F FC TX	.00	46.57	46.57
..	FUTA PAID	F UT TX	.00	.00	4.87
..	VA INCOME TAX	S VA TX	.00	19.09	.00
..	SUTA PAID	U VA TX	.00	.00	.61

Totals: 608.78 95.73 52.05
Net/Adj Amount: 513.05

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 8/02/2002 Trans Id: 131259 Src/Act: C Pay Cycle

Type options, press Enter. Total Hours: 60.83
5=Display

Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
[]	HOURLY WAGES 7/28/2002	HR	517.06	.00	.00
[]	VB-UNIFORMS	D 94 DE	.00	10.00	.00
[]	FEDERAL INC TAX	F FT TX	.00	18.44	.00
[]	F.I.C.A.	F FC TX	.00	39.55	39.56
[]	FUTA PAID	F UT TX	.00	.00	4.14
[]	VA INCOME TAX	S VA TX	.00	14.51	.00
[]	SUTA PAID	U VA TX	.00	.00	.52

Totals: 517.06 82.50 44.22
Net/Adj Amount: 434.56
Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 8/01/2003 Trans Id: 152422 Src/Act: C Pay Cycle

Type options, press Enter.		Total Hours:	57.28		
5=Display		Total Tips:	192.88	Total Sales:	.00
Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
	HOURLY WAGES 7/27/2003	HR	315.00	.00	.00
	HOURLY WAGES 7/27/2003	HR	40.63	.00	.00
	TIP POOL	A 80 AP	192.88	.00	.00
	VB-UNIFORMS	D 94 DE	.00	19.00-	.00
	FEDERAL INC TAX	F FT TX	.00	13.49	.00
	F.I.C.A.	F FC TX	.00	27.20	41.96
	FUTA PAID	F UT TX	.00	.00	.00
	FEDERAL INC TAX ON TIPS	F FP TX	.00	7.32	.00
	F.I.C.A. ON TIPS	F CP TX	.00	14.76	.00
	VA INCOME TAX	S VA TX	.00	16.08	.00
		Totals:	548.51	59.85	42.46
		Net/Adj Amount:		488.66	

More...

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 8/15/2003 Trans Id: 153266 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 54.01

Total Tips: 194.29

Total Sales: .00

Cd/Id/Src

Wage

Emplee W/H

Empler Paid

[] HOURLY WAGES 8/10/2003
[] HOURLY WAGES 8/10/2003
[] TIP POOL
[] FEDERAL INC TAX
[] F.I.C.A.
[] FUTA PAID
[] FEDERAL INC TAX ON TIPS
[] F.I.C.A. ON TIPS
[] VA INCOME TAX
[] SUTA PAID

HR 290.16
HR 48.03
A 80 AP 194.29
F FT TX .00
F FC TX .00
F UT TX .00
F FP TX .00
F CP TX .00
S VA TX .00
U VA TX .00

.00 .00
.00 .00
.00 .00
12.20 .00
25.86 40.73
.00 .00
7.01 .00
14.87 .00
15.28 .00
.00 .00

Totals: 532.48

75.22 40.73

Net/Adj Amount:

457.26

Bottom

F3=Exit

F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
 Transaction Date . : 8/16/2002 Trans Id: 132110 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 49.10

Total Tips: 15.57

Total Sales: .00

Cd/Id/Src

Wage

Emplee W/H

Empl'r Paid

HOURLY WAGES 8/11/2002
 HOURLY WAGES 8/11/2002
 HOURLY WAGES 8/11/2002
 TIP POOL
 FEDERAL INC TAX
 F.I.C.A.
 FUTA PAID
 FEDERAL INC TAX ON TIPS
 F.I.C.A. ON TIPS
 VA INCOME TAX

HR 35.46
 HR 49.81
 HR 317.31
 A 80 AP 15.57
 F FT TX .00
 F FC TX .00
 F UT TX .00
 F FP TX .00
 F CP TX .00
 S VA TX .00

.00 .00
 .00 .00
 .00 .00
 .00 .00
 8.23 .00
 30.80 31.99
 .00 3.35
 .32 .00
 1.20 .00
 9.56 .00

Totals: 418.15

50.11

35.76

Net/Adj Amount:

368.04

More...

F3=Exit

F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 8/29/2003 Trans Id: 154156 Src/Act: C Pay Cycle

Type options, press Enter. Total Hours: 59.74
5=Display Total Tips: 213.37 Total Sales: .00
Opt Description Cd/Id/Src Wage Employee W/H Empler Paid
[] HOURLY WAGES 8/24/2003 HR 358.44 .00 .00
[] TIP POOL A 80 AP 213.37 .00 .00
[] FEDERAL INC TAX F FT TX .00 14.51 .00
[] F.I.C.A. F FC TX .00 27.42 43.74
[] FUTA PAID F UT TX .00 .00 .00
[] FEDERAL INC TAX ON TIPS F FP TX .00 8.63 .00
[] F.I.C.A. ON TIPS F CP TX .00 16.32 .00
[] VA INCOME TAX S VA TX .00 17.24 .00
[] SUTA PAID U VA TX .00 .00 .00

Totals: 571.81 84.12 43.74
Net/Adj Amount: 487.69

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
 Transaction Date . : 8/30/2002 Trans Id: 132980 Src/Act: C Pay Cycle

Type options, press Enter. Total Hours: 25.18

5=Display

Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
	HOURLY WAGES 8/25/2002	HR	214.03	.00	.00
	FEDERAL INC TAX	F FT TX	.00	.00	.00
	F.I.C.A.	F FC TX	.00	16.37	16.37
	FUTA PAID	F UT TX	.00	.00	1.71
	VA INCOME TAX	S VA TX	.00	1.74	.00
	SUTA PAID	U VA TX	.00	.00	.21

Totals: 214.03 18.11 18.29
 Net/Adj Amount: 195.92

Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry-Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 9/12/2003 Trans Id: 154972 Src/Act: C Pay Cycle

Type options, press Enter.		Total Hours:	63.95		
5=Display		Total Tips:	219.44	Total Sales:	.00
Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
[]	HOURLY WAGES 9/07/2003	HR	351.54	.00	.00
[]	HOURLY WAGES 9/07/2003	HR	45.56	.00	.00
[]	TIP POOL	A 80 AP	219.44	.00	.00
[]	FEDERAL INC TAX	F FT TX	.00	17.95	.00
[]	F.I.C.A.	F FC TX	.00	30.38	47.17
[]	FUTA PAID	F UT TX	.00	.00	.00
[]	FEDERAL INC TAX ON TIPS	F FP TX	.00	9.92	.00
[]	F.I.C.A. ON TIPS	F CP TX	.00	16.79	.00
[]	VA INCOME TAX	S VA TX	.00	19.48	.00
[]	SUTA PAID	U VA TX	.00	.00	.00
		Totals:	616.54	94.52	47.17
		Net/Adj Amount:		522.02	
					Bottom

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
 Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
 Transaction Date . : 9/13/2002 Trans Id: 133774 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt Description

Total Hours: 53.46

Total Tips: 169.48

Total Sales: .00

Cd/Id/Src

Wage

Emplee W/H

Empler Paid

HOURLY WAGES 9/08/2002 HR 320.76 .00 .00

TIP POOL A 80 AP 169.48 .00 .00

VB-UNIFORMS D 94 DE .00 12.00 .00

FEDERAL INC TAX F FT TX .00 10.31 .00

F.I.C.A. F FC TX .00 24.54 37.50

FUTA PAID F UT TX .00 .00 3.92

FEDERAL INC TAX ON TIPS F FP TX .00 5.44 .00

F.I.C.A. ON TIPS F CP TX .00 12.97 .00

VA INCOME TAX S VA TX .00 13.17 .00

SUTA PAID U VA TX .00 .00 .49

Totals: 490.24 78.43 41.91

Net/Adj Amount: 411.81

Bottom

F3=Exit

F5=Refresh

Employee Payroll History Inquiry-Detail

APYRG218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 9/26/2003 Trans Id: 155820 Src/Act: C Pay Cycle

Type options, press Enter.		Total Hours:	71.73		
5=Display		Total Tips:	164.59	Total Sales:	.00
Opt	Description	Cd/Id/Src	Wage	Emplee W/H	Empler Paid
[]	HOURLY WAGES 9/21/2003	HR	283.80	.00	.00
[]	HOURLY WAGES 9/21/2003	HR	102.17	.00	.00
[]	HOURLY WAGES 9/21/2003	HR	93.08	.00	.00
[]	TIP POOL	A 80 AP	164.59	.00	.00
[]	FEDERAL INC TAX	F FT TX	.00	23.76	.00
[]	F.I.C.A.	F FC TX	.00	36.65	49.24
[]	FUTA PAID	F UT TX	.00	.00	.00
[]	FEDERAL INC TAX ON TIPS	F FP TX	.00	8.17	.00
[]	F.I.C.A. ON TIPS	F CP TX	.00	12.59	.00
[]	VA INCOME TAX	S VA TX	.00	20.84	.00
		Totals:	643.64	102.01	49.24
		Net/Adj Amount:		541.63	

More...

F3=Exit F5=Refresh

Employee Payroll History Inquiry Detail

APYR0218 0
ASINGH

Company Id : 02 SILVER DINER DEVELOPMENT LLC. Process:
Employee Id. . . . : 156804278 HALIBURTON, JAMES H.
Transaction Date . : 9/27/2002 Trans Id: 134597 Src/Act: C Pay Cycle

Type options, press Enter.

5=Display

Opt	Description	Cd/Id/Src	Wage	Employee W/H	Empler Paid
	HOURLY WAGES 9/22/2002	HR	337.68	.00	.00
	HOURLY WAGES 9/22/2002	HR	2.52	.00	.00
	TIP POOL	A 80 AP	179.43	.00	.00
	FEDERAL INC TAX	F FT TX	.00	12.24	.00
	F.I.C.A.	F FC TX	.00	26.02	39.75
	FUTA PAID	F UT TX	.00	.00	4.16
	FEDERAL INC TAX ON TIPS	F FP TX	.00	6.45	.00
	F.I.C.A. ON TIPS	F CP TX	.00	13.72	.00
	VA INCOME TAX	S VA TX	.00	14.64	.00
	SUTA PAID	U VA TX	.00	.00	.52
	Totals:		519.63	73.07	44.43
	Net/Adj Amount:			446.56	

Bottom

F3=Exit F5=Refresh